



Scrutinizer's Report

To,
Ashok Kumar Pabuwal,
Managing Director,
Ganpati Plastfab Limited

The Chairman of 35th Annual General Meeting of members of Ganpati Plastfab Limited held on Monday, 30th September, 2019 at 03:00 P.M at its Factory Premises situated at C-58 (B), Road No. 2-D, RIICO Industrial Area, Bindayaka, Jaipur, Rajasthan

Dear Sir,

I, Sandeep Kumar Jain, Designated Partner of ARMS & Associates LLP, Company Secretary having Registered Office 24 Ka 1, Jyoti Nagar, Jaipur-302005, Rajasthan was appointed as Scrutinizer's of M/s Ganpati Plastfab Limited ("company") for remote e-voting and voting through ballot at 35th Annual General Meeting ("the meeting") in respect of the below mentioned resolutions considered at the Meeting of the Equity Shareholders of the company as per Notice dated 15th August, 2019.

The Notice dated 15th August, 2019 convening the Meeting was sent to the shareholders in respect of the proposed resolutions considered at the Meeting of the Equity Shareholders of the Company held on 30th September, 2019.

The company has availed the remote e-voting facility offered by CDSL for conducting remote e-voting by the shareholders of the company.

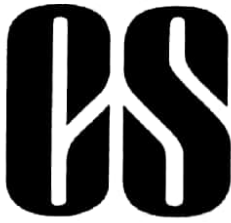
The remote e-voting period was commenced from Thursday, 26th September, 2019 (10:00 A.M.) and ends on Sunday, 29th September, 2019 (5:00 P.M.).

Further, the Chairman announced the poll at the meeting for the shareholders who attended but have not cast their vote through remote e-voting.

The shareholders holding shares as at the close of business hours of Friday, 20th September, 2019 (being the Cut-off Date) were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned with for the purpose of arriving at the results of the e-voting and ballot at the Meeting.

After the time fixed for the Voting through poll at the meeting venue i.e. between 03:00 P.M.-07:15 P.M., ballot boxes kept for polling were locked in my presence.





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Practicing Company Secretaries

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Email: cssanddeep@armsandassociates.com

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The locked boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by CDSL, Registrar and Transfer Agent of the Company and authorizations/ Proxies logged with the Company.

Subsequently, the remote e-voting module was unlocked on Thursday, 30th September, 2019 around 07:15 P.M. in the presence of two witnesses Ms. Diksha Sharma & Ms. Mansi Jain, who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature

Name: Diksha Sharma

Signature:

Name: Mansi Jain

Our Register is based on Register of voting i.e. votes cast through remote e-voting and voting through poll at the meeting.

The votes cast through remote e-voting and poll papers which were incomplete and/or otherwise found defective, have been treated invalid.

The Management of the company is responsible to ensure compliance with requirements of the Act and Rules made there-under relating to remote e-voting and poll on the resolutions contained in the Notice of the Meeting.

My responsibility as Scrutinizer for remote e-voting and poll is restricted to making a scrutinizer's report of the votes cast in favour or against the resolution.

Based on the data downloaded from the official website of CDSL for the remote e-voting (<https://www.evotingindia.com/>) process and further based on the votes cast through poll at the Meeting, we now submit our consolidated report (remote e-voting and poll) as under:



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Email: cssandeep@armsandassociates.comwebsite: www.armsandassociates.com**Item No. 1:-**

1. **Proposed Ordinary Resolution** for Consideration and adoption of the Audited Financial Statement of the company for the year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon

“RESOLVED THAT the Audited Balance Sheet as on 31st March 2019, Statement of Profit & Loss and the Cash Flow statement for the financial year ended on 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon, be and are hereby approved and adopted.”

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
(a) Total postal ballot forms/ e-votes received	15	1517000	1	200	16	1517200	57.02
(b) Less: Invalid postal ballot forms	0	0	0	0	0	0	0.00
(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00

Based on the above facts, the Ordinary Resolution be considered as passed unanimously by the shareholders of the Company.





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Item No. 2:

1. **Proposed Ordinary Resolution** To appoint Director in place of Mr. Mahendra Saraf (DIN 00054756), who retires by rotation at this AGM and being eligible, offers him-self for re-appointment.

“RESOLVED THAT Mrs. Mahendra Saraf (DIN 00054756) Director of the Company, who retires by rotation at this meeting pursuant to the provisions of section 152(6) (c) of the Companies Act 2013, being eligible for reappointment, be and is hereby appointed as a Director of the Company.”

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
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(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00

Based on the above facts, the Ordinary Resolution be considered as passed unanimously by the shareholders of the Company.





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Item No. 3:-

2. **Proposed Ordinary Resolution** to appoint M/s Sharma Gandhi and Associates as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the Conclusion of the 40th Annual General meeting and to fix their remuneration:-

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s. A. Bafna & Co., Chartered Accountants (Firm Reg. No. 03185C), Jaipur be and are hereby re-appointed as the Auditors of the Company, to hold office from the conclusion of this AGM until the conclusion of the next AGM to be held for the financial year 2019-20 and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the audit committee in consultation with the auditors.”

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
(a) Total postal ballot forms/ e-votes received	15	1517000	1	200	16	1517200	57.02
(b) Less: Invalid postal ballot forms	0	0	0	0	0	0	0.00
(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal	0	0	0	0	0	0	0.00





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ballot forms/ e votes with dissent for the Resolution [E/C*100]							
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Based on the above facts, the Ordinary Resolution be considered as passed unanimously by the shareholders of the Company.

Item No. 4:-

3. **Proposed Special Resolution** to re-appoint Mrs. Devika Arora (DIN: 0695014) as an independent director of the company for a second term of 5 consecutive years and to consider and if thought fit to pass with or without modification(s), the following resolution as Special resolution

"**RESOLVED THAT** pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the 'Act'), read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and Regulation 16 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mrs. Devika Arora (DIN: 06950141), who was appointed as an independent director of the Company at the thirtieth Annual General Meeting of the company and who holds up to 25th September, 2019 and who is eligible for being re-appointed as an Women Independent Director and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom a Notice in writing from a Member pursuant to section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second for a second term of five consecutive years, effective from 26th September, 2019 up to 25th September 2024."

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019)
	No. of members voted through e-voting system	No. of votes casts Equity share of Rs. 10/-	No. of members voted through Postal ballot	No. of votes casts (Equity share of Rs. 10/-	No. of members voted through e-voting and	No. of votes casts (Equity share of Rs. 10/- each)	





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		each)	forms	each)	Postal ballot		(2660600 Equity Shares)
(a) Total postal ballot forms/ e-votes received	15	1517000	1	200	16	1517200	57.02
(b) Less: Invalid postal ballot forms	0	0	0	0	0	0	0.00
(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00

Based on the above facts, the special Resolution be considered as passed unanimously by the shareholders of the Company.

4. **Proposed Special Resolution** to re-appoint Mr. Satish Chand Gupta (DIN: 01552279) as an independent director of the company for a second term of 5 consecutive years and to consider and if thought fit to pass with or without modification(s), the following resolution as Special resolution

"RESOLVED THAT pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the 'Act'), read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and Regulation 16 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Satish Chand Gupta (DIN: 01552279), who was appointed as an independent director of the Company at the thirtieth Annual General Meeting of the company and who holds



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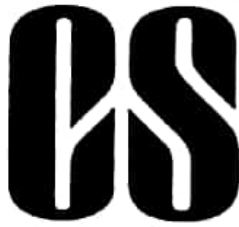
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up to 25th September, 2019 and who is eligible for being re-appointed as an Independent Director and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom a Notice in writing from a Member pursuant to section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second for a second term of five consecutive years, effective from 26th September, 2019 up to 25th September 2024."

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
(a) Total postal ballot forms/ e-votes received	15	1517000	1	200	16	1517200	57.02
(b) Less: Invalid postal ballot forms	0	0	0	0	0	0	0.00
(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00





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Based on the above facts, the Special Resolution be considered as passed unanimously by the shareholders of the Company.

5. **Proposed Special Resolution** to re-appoint Mr. Deepak Bhargava (DIN: 03020789) as an independent director of the company for a second term of 5 consecutive years and to consider and if thought fit to pass with or without modification(s), the following resolution as Special resolution

"RESOLVED THAT pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the 'Act'), read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and Regulation 16 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Deepak Bhargava (DIN: 03020789), who was appointed as an independent director of the Company at the thirtieth Annual General Meeting of the company and who holds up to 25th September, 2019 and who is eligible for being re-appointed as an Independent Director and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom a Notice in writing from a Member pursuant to section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second for a second term of five consecutive years, effective from 26th September, 2019 up to 25th September 2024."

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
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(b) Less: Invalid postal ballot forms	0	0	0	0	0	0	0.00
(c) Net valid postal ballot forms	15	1517000	1	200	16	1517200	57.02
(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00

Based on the above facts, the Special Resolution be considered as passed unanimously by the shareholders of the Company.

6. **Proposed Special Resolution** to re-appoint Mr. Mukand Agarwal (DIN: 03129019) as an independent director of the company for a second term of 5 consecutive years and to consider and if thought fit to pass with or without modification(s), the following resolution as Special resolution

"**RESOLVED THAT** pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the 'Act'), read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and Regulation 16 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Deepak Bhargava (DIN: 03020789), who was appointed as an independent director of the Company at the thirtieth Annual General Meeting of the company and who holds up to 25th September, 2019 and who is eligible for being re-appointed as an Independent Director and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom a Notice in writing from a Member pursuant to section 160(1) of the Act proposing his candidature for the office of Director, be and





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is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years, effective from 26th September, 2019 up to 25th September 2024."

Particulars	Remote e- voting		Postal Ballots		Total		% of total paid-up capital as on cut-off date (i.e 20.09.2019) (2660600 Equity Shares)
	No. of members voted through e- voting system	No. of votes casts Equity share of Rs. 10/- each)	No. of members voted through Postal ballot forms	No. of votes casts (Equity share of Rs. 10/- each)	No. of members voted through e- voting and Postal ballot	No. of votes casts (Equity share of Rs. 10/- each)	
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(d) Postal ballot forms/ e votes with assent for the Resolution [D/C*100]	15	1517000	1	200	16	1517200	100.00
(e) Postal ballot forms/ e votes with dissent for the Resolution [E/C*100]	0	0	0	0	0	0	0.00

Based on the above facts, the Special Resolution be considered as passed unanimously by the shareholders of the Company.





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The Chairman may accordingly declare the results of votes casted by voting process at the Meeting.

The ballot papers and all other documents and relevant records shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking You,
Yours faithfully

for ARMS & Associated LLP
Company Secretaries
ICSI URN: P2011RJ023700




Sandeep Kumar Jain
Designated Partner
FCS: 5398 C.P. No.: 4151
Scrutinizer

UDIN: F005398A000023801

Date: Wednesday 02nd October, 2019

Time: 3:15 P.M.

Place: Jaipur