

FORM NO. MGT.13
Report of Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 along with rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended till date]

To,
The Chairman,
20th Annual General Meeting of the Equity Shareholders of Uniply Industries Limited Held on 29th September 2016 at 2.30P.M.

Dear Sir,

We, P.K. Panda & Co., appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 20th Annual General Meeting of the Equity Shareholders of Uniply Industries Limited, held on Thursday, 29th September 2016 at 2.30 P.M. at the Music Academy (Kasturi Srinivasan Hall), Old No. 306, New No. 168, T.T.Krishnamachari Road, Chennai – 600 014, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. We did not find any poll papers invalid.
4. The result of the Poll is as under:

(a) Resolution No. 1 – Ordinary Business – Ordinary Resolution
Adoption of Financial Statements for the year ended 31st March 2016

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



(b) Resolution No. 2 – Ordinary Business – Ordinary Resolution
Ratification of Appointment of Auditor

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(c) Resolution No. 3 – Special Business – Ordinary Resolution

Regularization of Appointment of Mr. Manohar Ramabtar Jhunjhunwala as director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(d) Resolution No. 4 – Special Business – Special Resolution

Approval of Appointment of Mr. Manohar Ramabtar Jhunjhunwala as Whole Time Director of the Company for a Period of three years w.e.f 09.02.2016



(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(e) Resolution No. 5 – Special Business – Ordinary Resolution
Appointment of Mr. Srinivasan Sethuraman as an independent director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(f) Resolution No. 6 – Special Business – Ordinary Resolution
Regularization of Appointment of Ms. Reena Bathwal as director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast



Nil	Nil	Nil
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(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(g) Resolution No. 7 – Special Business – Ordinary Resolution
Ratification of disclosure with reference to point no.2 of item no.4 of the explanatory statement to the notice of postal ballot dated 25.03.2016.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

(h) Resolution No. 8 – Special Business – Special Resolution
To issue and allotment of upto 3140000 Equity Shares of Rs. 10/- each to promoter/non promoters on preferential basis.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- (i) Resolution No. 9 – Special Business – Special Resolution
Increase in the limits for providing loans, guarantee, security and making
investments under section 186 of the Companies Act, 2013.

- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	No. of persons voted through evoting	Number of votes cast by them	% of total number of valid votes cast
2	18	10538509	100%

- (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

- (iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. A Compilation of data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Place: Chennai
Dated: 30th September 2016



Thanking you,
Yours faithfully,
For P.K.Panda & Co
Practicing Companies Secretaries

Pradeep Kumar Panda
Pradeep Kumar Panda
FCS – 5594, CP NO. 4219