



Jayshree A. Lalpuria & Co.

Practising Company Secretaries

14, Adarsh, 9/83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai-400 057.

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

National Plastic Industries Limited,

A-59, MIDC, Road No. 1,

Marol, Andheri (East),

Mumbai – 400093.

Dear Sir,

1. I, Jayshree A. Lalpuria, Practising Company Secretary, having office at 14, Adarsh, 83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai -400 057, have been appointed as the Scrutinizer by the Board of Directors of National Plastic Industries Limited, ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 on the 7 (Seven) resolutions contained in the notice dated 10th August, 2016 convening the 29th Annual General Meeting (AGM) of the Members of the Company, held on Thursday, 22nd September, 2016 at 11.00 a.m. at Sai Palace Hotel, Chakala, M. I. D. C., Andheri (East), Mumbai-400 093.
2. I was also appointed as the Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on 22nd September, 2016.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholder at the said AGM on the resolutions contained in the notice to the said AGM. My responsibility as the Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizers' Report of the total votes cast in favour or against, if any to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the report for voting by use of ballots at the meeting.
4. Further to above, I submit my report as under:



- 4.1 The remote e-voting period remained open from 9.00 a.m. on Monday, 19th September, 2016 up to 5.00 p.m. on Wednesday, 21st September, 2016.
- 4.2 The Shareholders holding shares as on the cut-off date i.e. 15th September, 2016, were entitled to vote on the proposed 7 (Seven) resolutions set out in the Notice convening 29th Annual General Meeting of the Company.
- 4.3 The Chairman at the 29th Annual General Meeting, at the end of discussions on the resolutions contained in the Notice, allowed voting through ballot at the venue to all those members who were present at the meeting but have not cast their vote by availing remote E-voting.
- 4.4 After conclusion of the voting at the AGM, the poll papers were reconciled with the records maintained by the Company and Registrar & Transfer Agents with respect to the Authorization/proxies lodged with the Company.
- 4.5 The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, namely, Ms. Jeethi Pillai and Ms. Riddhi Kulkarni who are not in the employment of the Company. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website National Securities Depository Limited i.e. (<https://www.evoting.nsdl.com>)



The consolidated result of the remote e-voting and voting at the meeting is as under:

a) **Resolution No. 1 – Ordinary Resolution - Adoption of Audited Financial Statements for the year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.**

i) Voted in **favour** of the Resolution:

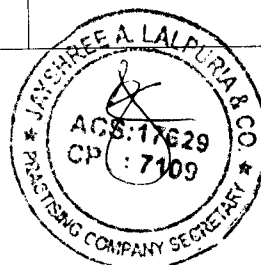
Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	20	5175008	99.90
Physical ballots	9	5171	0.10
Total	29	5180179	100

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	2	200	0.00
Total	2	200	0.00

iii) **Invalid Votes:**

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	3	151344
Total	3	151344



b) Resolution No. 2 – Ordinary Resolution – Declaration of dividend on Equity Shares for the year ended 31st March, 2016.

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	20	5175008	99.90
Physical ballots	9	5171	0.10
Total	29	5180179	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	2	200	0.00
Total	2	200	0.00

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	3	151344
Total	3	151344



c) **Resolution No. 3 – Ordinary Resolution – To appoint a Director in place of Mr. Paresh V. Parekh (DIN 00432673) who retires by rotation and being eligible, offers himself for re-appointment.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	17	4097308	99.86
Physical ballots	9	5171	0.13
Total	26	4102479	99.99

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	100	0.00
Physical ballots	2	200	0.01
Total	3	300	0.01

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	2	1077600
Physical ballots	3	151344
Total	5	1228944



d) **Resolution No. 4 – Ordinary Resolution – To re-appoint M/s. Seth Doctor & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.**

j) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	5174908	99.89
Physical ballots	9	5171	0.10
Total	28	5180079	99.99

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	100	0.00
Physical ballots	2	200	0.01
Total	3	300	0.01

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	3	151344
Total	3	151344



e) **Resolution No. 5 – Ordinary Resolution – Appointment of Mrs. Neeta K. Parekh as Director of the Company.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	17	4205558	99.86
Physical ballots	9	5171	0.12
Total	26	4210729	99.98

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	450	0.01
Physical ballots	2	200	0.00
Total	4	650	0.02

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	1	969000
Physical ballots	3	151344
Total	4	1120344



f) **Resolution No. 6 – Ordinary Resolution – Revision in remuneration of Mr. Paresh V. Parekh, Managing Director.**

i) Voted in **favour** of the Resolution:

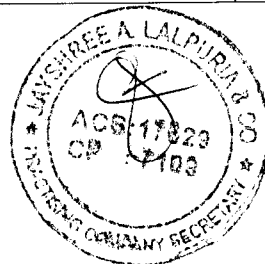
Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	10	971422	99.40
Physical ballots	9	5171	0.53
Total	19	976593	99.93

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	450	0.05
Physical ballots	2	200	0.02
Total	4	650	0.07

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	8	4203136
Physical ballots	3	151344
Total	11	4354480



g) Resolution No. 7 – Ordinary Resolution – Revision in remuneration of Mr. Ketan V. Parekh, Joint Managing Director.

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	1593947	99.64
Physical ballots	9	5171	0.32
Total	21	1599118	99.96

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	450	0.03
Physical ballots	2	200	0.01
Total	4	650	0.04

iii) **Invalid** Votes:


Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	6	3580611
Physical ballots	3	151344
Total	9	3731955



5. The register and all other papers relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company.



Thanking you,

Yours faithfully,
For Jayshree A. Lalpuria & Co.
Practising Company Secretary,


Jayshree A. Lalpuria
(Proprietor)



Date: 23rd September, 2016
Place: Mumbai.

Chairman of the Meeting
National Plastic Industries Limited