



Scrutinizer's Report

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
23rd Annual General Meeting of the Equity Shareholders
Of ADARSH PLANT PROTECT LTD. held on Thursday, 26th Day of September,
2015 at 11.00 AM at Plot No. - 604, GIDC Estate, Vithal Udyognagar - 388121.

Dear Sir,

I Dinesh G. Bhimani, Proprietor of D. G. Bhimani & Associates, Company Secretaries having its office at 207, Nathwani Chambers, Sardargunj, Anand - 388001 have been appointed as Scrutinizer for remote e-voting (EVSN 102504) and the poll taken on the below mentioned resolution(s), at the 23rd Annual General Meeting of the Equity Shareholders of Adarsh Plant Protect Limited held on 26th Day of September, 2015 at 11.00 AM at Plot No. - 604, GIDC Estate, Vithal Udyognagar - 388121, submit my report as under:

1. The e-voting period commenced on 23rd September, 2015 from 9.00 AM and concluded on 25th September, 2015 at 5.00 PM. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. The shareholders holding shares as on the cut-off date i.e. 19th September, 2015 were entitled to vote on the proposed resolutions (item No. 1 to 4 as set out in the Notice of 23rd Annual General Meeting of the Company.)
3. The votes were unblocked at Anand on 26th September, 2015 at 11.31 a.m. in the presence of two witness Miss. Ami Suthar, Company Secretary (resident of Vallabh Vidyanagar - 388120) and Miss. Chaitali Suraiya (resident of Anand - 388001) who are not in the employment of the Company.
4. Members have either voted electronically or through ballot. There is no instance of duplication of voting.
5. The results of e-voting along with the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the E-voting website of NSDL. The combined results of the voting is as under :



RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Auditor and the Board thereon.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	14	5203181
Total No. of members voted			14
Total number of votes casted by them			5203181
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	14699

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To elect Director in place of Mr. Naishadbhai N Patel (DIN : 0082749) Director, who retires by rotation and being eligible, has offered himself for reappointment.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	14	5203181
Total No. of members voted			14
Total number of votes casted by them			5203181
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

G. Bhimani &
ANAND
CP-6628
C. S.

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	14699

RESOLUTION NO. 3 – ORDINARY RESOLUTION

To appoint Auditors and fix their remuneration.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	14	5203181
Total No. of members voted			14
Total number of votes casted by them			5203181
Percentage of total voting			100

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

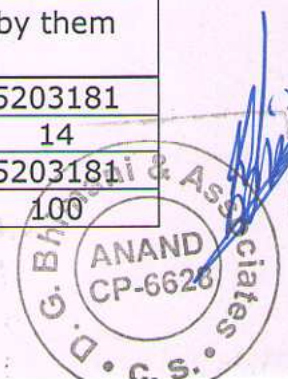
Total number of members whose votes were declared invalid	Total number of votes cast by them
2	14699

RESOLUTION NO. 4 – ORDINARY RESOLUTION

To approve related party transactions with Nippon Appliances Pvt Ltd.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	14	5203181
Total No. of members voted			14
Total number of votes casted by them			5203181
Percentage of total voting			100



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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
0	0	0	0
Total No. of members voted			0
Total number of votes cast by them			0
Percentage of total voting			0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	14699

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution through electronic means and ballot papers is enclosed.
7. The relevant records relating to electronic voting and ballot papers shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 23rd Annual General Meeting and the same shall thereafter be handed over to the Chairman/Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For D. G. Bhimani & Associates
(Dinesh G. Bhimani)
Proprietor
(C.P. No. 6628)



Place : Anand
Date : 27.09.2015

Details of Agenda:

- 1) To adopt Audited Financial Statements for the year ended 31st March, 2015 along with Statement of Profit & Loss Account, Director's Reports and Auditors' Report thereon – Ordinary Resolution
- 2) Re-appointment of Mr. Naishadbhai N. Patel (DIN No. 00082749) who retires by rotation – Ordinary Resolution
- 3) Appointment of Mukund & Rohit, Chartered Accountants, Vadodara as Statutory Auditors of the Company for the term of 2 years and fixing their Remuneration – Ordinary Resolution
- 4) To approve related Party Transactions – Ordinary Resolution

VOTING FOR RESOLUTION NO. 1 TO 3

Promoter/Public	No. of Shares held – 1	No. of Shares polled – 2	% of Votes Polled on outstanding Shares (3) = [(2) / (1)* 100	No. of Votes in favour – 4	No. of Votes against – 5	% of Votes in favour on Votes polled – 6 = [(4)/(2) *100	% of Votes in against on Votes polled – 7 = [(5)/(2) 100
	1	2	3	4	5	6	7
Promoter and Promoter Group	0				0		0
Public Institutional holders	0	0	0	0	0		0
Public-Others	0						0
Total (A)					0		0
			Mode of Voting (Physical Ballot)				
Promoter and Promoter Group	4394464	4394464	100	4394464	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	808717	808717	100	808717	0	100	0
Total (B)	5203181	5203181	100	5203181	0	100	0
Results (A + B)	5203181	5203181	100	5203181	0	100	0

Votes casted for 14699 Shares were neither in favour nor against the Resolutions *

VOTING FOR RESOLUTION NO. 4

Promoter/Public	No. of Shares held - 1	No. of Shares polled - 2	% of Votes Polled on outstanding Shares (3) = [(2) / (1)] * 100	No. of Votes in favour - 4	No. of Votes against - 5	% of Votes in favour on Votes polled - 6 = [(4)/(2)] * 100	% of Votes in against on Votes polled - 7 = [(5)/(2)] 100
	1	2	3	4	5	6	7
Promoter and Promoter Group	0				0		0
Public Institutional holders	0	0	0	0	0		0
Public-Others	0				0		0
Total (A)							
			Mode of Voting (Physical Ballot)				
Promoter and Promoter Group	13000	13000	100	13000	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public-Others	808717	808717	100	808717	0	100	0
Total (B)	821717	821717	100	821717	0	100	0
Results (A + B)	821717	821717	100	821717	0	100	0

Notes casted for 14699 Shares were neither in favour nor against the Resolution AND vote casted by promoters were not considered as they are interested party to the resolution.

Accordingly, the above mentioned Resolutions were carried with requisite majority as ordinary resolutions.

For Adarsh Plant Protect Limited



DEVANGI RAJANIKANT ZINZUVADIYA
Company Secretary

Date: 28th September, 2015
Place: Vithal Udyognagar