
MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

32, First Floor, Shantinath Shopping Centre, Near Aditi Restaurant, S.V. Road, Malad (West),
Mumbai – 400 064, Tel No.: +91 84519 92333 Email: mihenthalani@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

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

To,
The Chairman

76th Annual General Meeting of Shareholders of **POLSON LIMITED** held on Friday, 29th September, 2017 at 11.30 a.m. at Chitra Kuti at Ambaghat, Vishalgad, Taluka - Shahuwadi, Dist - Kolhapur, Kolhapur - 415 101.

Dear Sir,

We, M/s. Mihen Halani & Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 76th Annual General Meeting of Shareholders of **POLSON LIMITED** held on Friday, 29th September, 2017 at 11.30 A.M. at Chitra Kuti at Ambaghat, Vishalgad, Taluka - Shahuwadi, Dist - Kolhapur, Kolhapur - 415 101, submit our report as under:

- a) After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on them.
- b) The sealed ballot box was subsequently opened in my 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 (M/s. PurvaSharegistry (India) Pvt. Ltd.) and the authorizations / proxies lodged with the Company. The voters were also scrutinized for eliminating duplicate voting i.e. on e-voting as well as on poll.
- c) The poll papers, which were incomplete and/or which were otherwise found defective or the member had already done the voting through E voting platform have been treated as invalid and record for the same was maintained.
- d) The result of the Poll, marked as Annexure 'A' is attached to the report.
- e) The consolidated result of Poll and E Voting, marked as Annexure 'B' is attached to the report.



Date: 30th September, 2017
Place: Mumbai

For Mihen Halani & Associates
(Practicing Company Secretaries)

Mihen Halani
(Proprietor)
ACS No: 32176
CP No: 12015



Annexure 'A'

1. Resolution Item No. 1 : Ordinary Resolution

To receive, consider and adopt the audited Balance Sheet as at 31st March 2017, along with the Profit and loss Account for the year ended on that date and the Report of the Board of Directors' and Auditor's thereon.

i. Voted in favour of 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
17	95074	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
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. Resolution Item No. 2 : Ordinary Resolution

To appoint a director in place of Mr. Pravin Samant (DIN: 02307106) who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in favour of 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
17	95074	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
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



3. Resolution Item No. 3 : Ordinary Resolution

To appoint M/s R G B, Chartered Accountants (FRN.144967W), as Statutory Auditors of the Company in place of M/s. G.N.N. & Associates., the retiring Statutory Auditors, to hold office from the conclusion of 76th Annual General Meeting, until the conclusion of 81st Annual General Meeting subject to ratification by the members at every Annual General Meeting on such remuneration as may be decided by the Board of Directors or any Committee thereof for the financial year ending March 31, 2018.

i. Voted in favour of 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
17	95074	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
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

4. Resolution Item No. 4 : Ordinary Resolution

To re-appoint Mr. Amol Kapadia as a Managing Director of the Company for a period of five years w.e.f. April 1, 2017 and fix remuneration.

i. Voted in favour of 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
12	52	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
0	0	0



iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote in any Resolution(s), the same has not been counted in the above results.

Date: 30th September, 2017
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For Mihen Halani & Associates
(Practicing Company Secretaries)


Mihen Halani
(Proprietor)
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ANNEXURE 'B'

VOTING RESULTS FOR RESOLUTION NO. 1

(i) Details of Valid Votes:

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	17	95074	1	1	18	95075
Invalid Votes	0	0	0	0	0	0
Valid Votes	17	95074	1	1	18	95075

(ii) Details of Percentage of Voting:

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	18	95075	100%
Dissent	0	0	0
TOTAL	18	95075	100%

Result Declared: The resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 2

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	17	95074	1	1	18	95075
Invalid Votes	0	0	0	0	0	0
Valid Votes	17	95074	1	1	18	95075

(ii) Details of Percentage of Voting:

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	18	95075	100%
Dissent	0	0	0
TOTAL	18	95075	100%

Result Declared: The resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 3

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	17	95074	1	1	18	95075
Invalid Votes	0	0	0	0	0	0
Valid Votes	17	95074	1	1	18	95075

(ii) Details of Percentage of Voting:

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	18	95075	100%
Dissent	0	0	0
TOTAL	18	95075	100%

Result Declared: The resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 4

(i) Details of Valid Votes:

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	12	52	1	1	13	53
Invalid Votes	0	0	0	0	0	0
Valid Votes	12	52	1	1	13	53

(ii) Details of Percentage of Voting:

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	13	53	100%
Dissent	0	0	0
TOTAL	13	53	100%

Result Declared: The resolution passed as an Ordinary Resolution.



Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote in any Resolution(s), the same has not been counted in the above results.

Date: 30th September, 2017
Place: Mumbai

For Mihen Halani & Associates
(Practicing Company Secretaries)


Mihen Halani
(Proprietor)
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MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

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Mumbai – 400 064, Tel No.: +91 84519 92333 Email: mihenhalani@gmail.com

SCRUTINIZER'S REPORT

30th September, 2017

To,
The Chairman,

76th Annual General Meeting of Shareholders of **POLSON LIMITED** held on Friday,
29th September, 2017 at 11.30 a.m. at Chitra Kuti at Ambaghat, Vishalgad, Taluka
- Shahuwadi, Dist - Kolhapur, Kolhapur - 415 101.

Dear Sir,

**Re: Scrutinizer's Report on voting through electronic means in terms of
Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the
Companies (Management & Administration) Rules, 2014.**

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries have been appointed by the Board of Directors of **POLSON LIMITED** as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of the Companies Act, 2013 ('Act') read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

1. 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 on the resolutions contained in the Notice of 76th Annual General Meeting of the Company. Our responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
2. Authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
3. The members of the company as on cut-off date i.e., 22nd September, 2017 were entitled to vote on the resolutions (as set out in the notice of 76th Annual General Meeting of the company).
4. The e-voting period commenced on Tuesday, September 26, 2017 (10.00 a.m.) and will end on Thursday, September 28, 2017 (5.00 p.m.)



5. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 28th September, 2017, the CDSL portal was blocked for voting.
6. The votes cast were unblocked on Friday, 29th September, 2017 in the presence of two witnesses, Mr. Milin Ramani and Ms. Divya Padhiyar who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Mr. Milin Ramani

Signature: 

Name: Ms. Divya Padhiyar

Signature: 

7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The details containing, *inter alia*, list of Equity share holders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. www.evotingindia.com and based on such reports generated, the result of the e-voting is as under:



Sr. No.	Resolution No. as given in the Notice of 76 th Annual General Meeting		Particulars of Votes Cast			Result Declared
			Members Voting			
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
	ORDINARY BUSINESS					
1.	To receive, consider and adopt the audited Balance Sheet as at 31 st March 2017, along with the Profit and loss Account for the year ended on that date and the Report of the Board of Directors' and Auditor's thereon.	Votes Cast in favour	1	1	100	Subject to Final results of vote conducted through Poll.
		Votes Cast against	0	0	0	
		Votes Cast invalid	0	0	0	
		Total	1	1	100	
2.	To appoint a director in place of Mr. Pravin Samant (DIN: 02307106) who retires by rotation and being eligible offers himself for re-appointment.	Votes Cast in favour	1	1	100	Subject to Final results of vote conducted through Poll.
		Votes Cast against	0	0	0	
		Votes Cast invalid	0	0	0	
		Total	1	1	100	
3.	To appoint M/s R G B, Chartered Accountants (FRN.144967W), as Statutory Auditors of the Company in place of M/s. G.N.N. & Associates., the retiring Statutory Auditors, to hold office from the conclusion of 76 th Annual General Meeting, until the conclusion of 81 st Annual General Meeting subject to ratification by the members at every Annual General	Votes Cast in favour	1	1	100	Subject to Final results of vote conducted through Poll.
		Votes Cast against	0	0	0	
		Votes Cast Invalid	0	0	0	



	Meeting on such remuneration as may be decided by the Board of Directors or any Committee thereof for the financial year ending March 31, 2018.					
		Total	1	1	100	
	SPECIAL BUSINESS					
4.	To re-appoint Mr. Amol Kapadia as a Managing Director of the Company for a period of five years w.e.f. April 1, 2017 and fix remuneration.	Votes Cast in favour	1	1	100	Subject to Final results of vote conducted through Poll.
		Votes Cast against	0	0	0	
		Votes Cast Invalid	0	0	0	
		Total	1	1	100	

Date: 30th September, 2017
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