



PRASHANT DIWAN
B.Com, LL.B, FCS, AICWA
Practicing Company Secretary

B-703/704, Anand Sagar
M. G. Road, Kandivali (W), Mumbai 400067

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman

Sonal Adhesives Limited

Plot No.28/1A, Takai-Adoshi Road

At PO Khopoli, Tal Khalapur Dist Raigad

Khopoli, Raigarh 410203

Dear Sir

- 1) The Board of Directors of the M/s. Sonal Adhesives Limited (CIN: L02004MH1991PLC064045) (hereinafter referred as the "Company") at its meeting held on 10th August, 2018 has appointed me as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for scrutinizing the Remote e-voting and Voting by physical Ballot Form at the venue of 27th Annual General Meeting (AGM) held on 25th September, 2018 in respect of resolutions as stated in the Notice of the 27th AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had completed on 31st August, 2018 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 18th August, 2018.
 - (b) As per provisions of the Companies Act, 2013 the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.
 - (c) The members holding shares as on the "Cut off date" i.e. 19th September, 2018 were entitled for Remote e-voting on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period was commenced on Saturday, 22nd September, 2018 from 9.00 a.m. IST and concluded on Monday, 24th September, 2018 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).
 - (d) The Company had also made arrangements for voting by Ballot Form at the venue of 27th Annual General Meeting for the Members who have not availed remote e-voting facility. The duly executed Ballot Forms were kept in safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Ballot forms. The Ballot box was opened at 2.25 p.m. after conclusion of the Annual General Meeting at 2.20 p.m. IST.
 - (e) After counting of the votes cast at the Annual General Meeting as stated at point (d) above, the votes of Remote e-voting were unblocked on 25th September, 2018 at 2.32 p.m. IST in the





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presence of two witnesses CS Aashit Doshi and CS Jigar Bagaria who are not in the employment of the Company. The results of Remote e-voting alongwith the List of members who voted "For" and "Against" the resolution were downloaded from the e-voting website of CDSL.

- 3) The detailed report on Scrutinizing the Remote e-voting and Ballot Form are enclosed herewith as under:
- (a) Annexure 1 – Consolidated Summary of Ballot form and Remote e-voting
 - (b) Annexure 2 – Summary of Ballot form voting at the AGM
 - (c) Annexure 3 – Summary of Remote e-voting
 - (d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
 - (e) Annexure 5 – Register of Ballot form (Resolution wise)
 - (f) Annexure 6 – Register of Remote e-Voting (Resolution wise)
- 4) I hereby handover the Ballot Forms and other papers/register and records for safe custody to Mr. Sandeep Arora, Chairman and Managing Director of the Company and Chairman of the said AGM.
- 5) You may accordingly declare the results of the voting conducted by Remote e-voting and Ballot Form.

Thanking you
Yours faithfully



PRASHANT DIWAN
SCRUTINIZER

Place: Mumbai
Date: 25th September, 2018

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 2.32 p.m. IST on 25th September, 2018.

1) CS Aashit Doshi

2) CS Jigar Bagaria

SONAL ADHESIVES LIMITED

CONSOLIDATED SUMMARY OF BALLOT FORM AND REMOTE e-VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED / BALLOT FORM RECEIVED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit / Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	20	3804488	0	3804488	3804488	100.00	0	0.00
2	To appoint a Director in place of Mrs. Mridu Sandeep Arora (DIN: 07260461), who retires by rotation and being eligible, offers herself for re-appointment.	20	3804488	0	3804488	3804488	100.00	0	0.00



SONAL ADHESIVES LIMITED

SUMMARY OF BALLOT FORM VOTING AT THE ANNUAL GENERAL MEETING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF BALLOT FORM RECEIVED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit / Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	10	3450	0	3450	3450	100.00	0	0.00
2	To appoint a Director in place of Mrs. Mridu Sandeep Arora (DIN: 07260461), who retires by rotation and being eligible, offers herself for re-appointment.	10	3450	0	3450	3450	100.00	0	0.00



SONAL ADHESIVES LIMITED

SUMMARY OF REMOTE VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIO VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit / Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	10	3801038	0	3801038	3801038	100.00	0	0.00
2	To appoint a Director in place of Mrs. Mridu Sandeep Arora (DIN: 07260461), who retires by rotation and being eligible, offers herself for re-appointment.	10	3801038	0	3801038	3801038	100.00	0	0.00



Consolidated Members Category Wise Voting Report
SONAL ADHESIVES LIMITED

Item No. 1		To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit / Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon						
Resolution required: Special / Ordinary		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes 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 against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3800900	3800900	100.00	3800900	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		3800900	100.00	3800900	0	100.00	0.00
Public- Institutions	E-Voting	708600	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1551500	138	0.01	138	0	100.00	0.00
	Ballot Form		3450	0.22	3450	0	100.00	0.00
	Total		3588	0.23	3588	0	100.00	0.00
Total		6061000	3804488	62.77	3804488	0	100.00	0.00



Consolidated Members Category Wise Voting Report

SONAL ADHESIVES LIMITED

Item No. 2		To appoint a Director in place of Mrs. Mridu Sandeep Arora (DIN: 07260461), who retires by rotation and being eligible, offers herself for re-appointment.						
Resolution required: Special / Ordinary		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes 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 against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3800900	3800900	100.00	3800900	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		3800900	100.00	3800900	0	100.00	0.00
Public- Institutions	E-Voting	708600	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1551500	138	0.01	138	0	100.00	0.00
	Ballot Form		3450	0.22	3450	0	100.00	0.00
	Total		3588	0.23	3588	0	100.00	0.00
Total		6061000	3804488	62.77	3804488	0	100.00	0.00

