



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 13th August, 2019 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 28th Annual General Meeting (AGM) held on 27th September, 2019 in respect of resolutions as stated in the Notice of the 28th AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had completed on 31st August, 2019 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 23rd August, 2019.
 - (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. 20th September, 2019 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 Tuesday, 24th September, 2019 from 9.00 a.m. IST and concluded on Thursday, 26th September, 2019 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 28th 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 2:15 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 27th September, 2019 at 03:04 p.m. IST in the



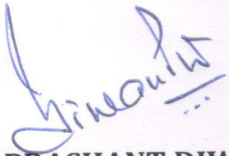
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presence of two witnesses CS Nikunj Kiri and CS Jigar Bagaria and who are not in the employment of the Company. The results of Remote e-voting alongwith the List of members who voted "For" and "Against" the resolution were downloaded from the e-voting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

- 3) The detailed report on Scrutinizing the Remote e-voting and Ballot Form are enclosed herewith as under:
- Annexure 1 – Consolidated Summary of Ballot form and Remote e-voting
 - Annexure 2 – Summary of Ballot form voting at the AGM
 - Annexure 3 – Summary of Remote e-voting
 - Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
 - Annexure 5 – Register of Ballot form (Resolution wise)
 - 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, Managing Director of the Company.
- 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

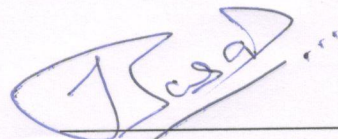
Place: Mumbai
 Date: 28th September, 2019

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 03:04 p.m. IST on 27th September, 2019.



1) CS Nikunj Kiri



2) CS Jigar Bagaria

ANNEXURE 1

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	Adoption of Financial Statements for the year ended March 31, 2019	23	4193051	278820	3914231	3804230	97.19	110001	2.81
2	Re-appointment of Mrs. Mridu Sandeep Arora, who retires by rotation	23	4193051	278820	3914231	3804230	97.19	110001	2.81
3	Re-appointment of Mr. Manish Nanda as Independent Director of the Company	23	4193051	278820	3914231	3804230	97.19	110001	2.81

ANNEXURE 2

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	Adoption of Financial Statements for the year ended March 31, 2019	11	281950	278820	3130	3130	100.00	0	0.00
2	Re-appointment of Mrs. Mridu Sandeep Arora, who retires by rotation	11	281950	278820	3130	3130	100.00	0	0.00
3	Re-appointment of Mr. Manish Nanda as Independent Director of the Company	11	281950	278820	3130	3130	100.00	0	0.00

ANNEXURE 3

SUMMARY OF REMOTE EVOTING

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	Adoption of Financial Statements for the year ended March 31, 2019	12	3911101	0	3911101	3801100	97.19	110001	2.81
2	Re-appointment of Mrs. Mridu Sandeep Arora, who retires by rotation	12	3911101	0	3911101	3801100	97.19	110001	2.81
3	Re-appointment of Mr. Manish Nanda as Independent Director of the Company	12	3911101	0	3911101	3801100	97.19	110001	2.81



Consolidated Members Category Wise Voting Report
SONAL ADHESIVES LIMITED

Item No. 1		Adoption of Financial Statements for the year ended March 31, 2019						
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	0	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	2260100	110201	4.88	200	110001	0.18	99.82
	Ballot Form		3130	0.14	3130	0	100.00	0.00
	Total		113331	5.01	3330	110001	2.94	97.06
Total		6061000	3914231	64.58	3804230	110001	97.19	2.81



Consolidated Members Category Wise Voting Report
SONAL ADHESIVES LIMITED

Item No. 2		Re-appointment of Mrs. Mridu Sandeep Arora, who retires by rotation						
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	0	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	2260100	110201	4.88	200	110001	0.18	99.82
	Ballot Form		3130	0.14	3130	0	100.00	0.00
	Total		113331	5.01	3330	110001	2.94	97.06
Total		6061000	3914231	64.58	3804230	110001	97.19	2.81



Consolidated Members Category Wise Voting Report
SONAL ADHESIVES LIMITED

Item No. 3			Re-appointment of Mr. Manish Nanda as Independent Director of the Company					
Resolution required: Special / Ordinary			Special					
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	0	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	2260100	110201	4.88	200	110001	0.18	99.82
	Ballot Form		3130	0.14	3130	0	100.00	0.00
	Total		113331	5.01	3330	110001	2.94	97.06
Total		6061000	3914231	64.58	3804230	110001	97.19	2.81

