



RAKESH SANGHANI

Practising Company Secretary

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FORM No. MGT-13

Report of Scrutinizer(s)

*[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 of 24th Annual General Meeting of the Members of SEYA INDUSTRIES LIMITED
(the Company) held on Saturday, September 27, 2014 at 11.00 a.m. at the Registered Office
of the Company situated at T-14, MIDC, Tarapur Industrial Area, Boisar - 401506, Dist.
Thane, Maharashtra.

Dear Sir,

I, Rakesh Sanghani, Practising Company Secretary, was appointed as Scrutinizer(s) for the
purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General
Meeting (AGM) of the Equity Shareholders of SEYA INDUSTRIES LIMITED (the Company) held
on Saturday, September 27, 2014 at 11.00 a.m. at the Registered Office of the Company
situated at T-14, MIDC, Tarapur Industrial Area, Boisar - 401506, Dist. Thane, Maharashtra,
submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One Ballot box kept for
polling were locked in my presence with due identification marks placed by me.
2. The locked 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 and the
authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

(a) Resolution No. 1:

**To receive, consider and adopt the Audited Balance Sheet as at 31st March,
2014 and the Statement of Profit & Loss for the year ended on that date and
the Reports of the Directors and Auditors 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
33	52,76,144	100.00



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

(b) Resolution No. 2:

To appoint a Director in place of Mr. Asit Kumar Bhowmik (DIN: 03522132) who retires by rotation and being eligible, offers himself for re-appointment.

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

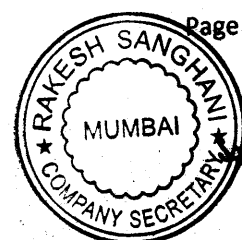
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	52,76,144	100.00

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



(c) **Resolution No. 3:**

To appoint M/s. Jagiwala and Co. (Formerly known as Jagiwala and Associates) Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company of the Company and to fix their 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
33	52,76,144	100.00

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

(d) **Resolution No. 4:**

Appointment of Mr. Anand Devidas Taggars (DIN 06959365) as an Independent Director of the Company to hold office for five consecutive years for a term up to September 26, 2019.

(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
33	52,76,144	100.00

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

(e) **Resolution No. 5: ORDINARY RESOLUTION:**

Appointment of Mr. Virendra Singh Khurana (DIN 00620235) as an Independent Director of the Company for a period of five years with effect from September 24, 2014, as a non-retiring director of the Company.

(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
33	52,76,144	100.00

(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:**

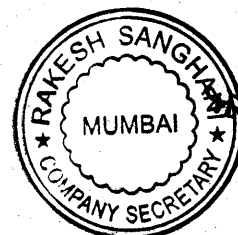
Total number of members whose votes were declared invalid. Total number of members (in person or by proxy) whose votes were declared invalid.	Total number of votes cast by them.
0	0

(f) **Resolution No. 6: ORDINARY RESOLUTION:**

Re-appointment of Mr. Ashok G. Rajani (DIN 01839535) as Managing Director of the Company for five years with effect from September 24, 2014.

(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
33	52,76,144	100.00



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

(g) **Resolution No. 7: ORDINARY RESOLUTION:**

To approve remuneration to executive Directors (including Managing Director).

(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
33	52,76,144	100.00

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



(h) **Resolution No. 8: ORDINARY RESOLUTION:**

To approve remuneration to Cost Auditor for F.Y. 2014-15.

(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
33	52,76,144	100.00

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

(i) **Resolution No. 9: SPECIAL RESOLUTION:**

To borrow exceeding the aggregate of the paid-up capital of the Company and its free reserves (apart from temporary loans obtained from the bankers of the Company in the ordinary course of business) pursuant to Section 180(1)(c) of the Companies Act, 2013.

(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
33	52,76,144	100.00

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

(j) **Resolution No. 10: SPECIAL RESOLUTION:**

To create / Mortgage on assets / undertakings of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

(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
33	52,76,144	100.00

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

5. A Compact Disc containing list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID" for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman & Managing Director for safe keeping.

Thanking you,

Date: September 27, 2014

Place: Tarapur, Boisar



RAKESH SANGHANI

Scrutinizer

Practising Company Secretary

FCS: 7647 CP No. 6302

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RAKESH SANGHANI
COMPANY SECRETARY
FCS: 7647 CP No. 6302