

Shraddha Jain

Practicing Company Secretary

107, Gold Arcade,

3 /1, New Palasia,

Indore (MP), India - 452003

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E-mail shraddhajain2204@gmail.com

Scrutinizer's Report-Combined

(Pursuant to section 108 and 109 of the Companies Act 2013 read with rule 20 of the companies (Management and Administrations) rules 2014 as amended)

To,
The Chairman,
SHREE PACETRONIX LIMITED
Plot No. 15, Sector II, Industrial Area, Pithampur,
Dist. Dhar (M.P.) 454775

Dear Sir,

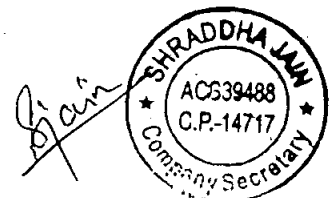
Sub: Scrutinizer's Report on Remote E-Voting and poll

1. I, **Shraddha Jain, Practicing Company Secretary**, has been appointed as a Scrutinizer by-

(i) The Board of Directors of **SHREE PACETRONIX LIMITED** (the Company) for the purpose of scrutinizing the E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of Companies (Management and Administration) Rules, 2014 in respect of the below mentioned resolutions to be passed at the 27th AGM of the members of the Company held on Wednesday, the 30th day of September, 2015.

(ii) The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the 27th AGM of the members of the Company held on Wednesday, the 30th day of September, 2015 at 10:00 A.M at the Registered office of the Company at Plot No. 15, Sector II, Industrial Area, Pithampur, Dist. Dhar (M.P.) 454775.

2. The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rule relating to remote E-voting and Poll on the resolutions contained in the Notice to the 27th Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for E-voting process and for Poll at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above based on the reports generated



from the E-voting system provided by Central Depository Services (India) Limited ("CDSL") and also at the time of Poll at AGM.

3. DISPATCH OF NOTICE CONVENING AGM

The company has informed that on the basis of the Register of members and the list made available by the depositories viz National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited (CDSL). The Notice dated 10th August 2015 along with the statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the company.

4. CUT OFF DATE

The voting rights were reckoned on Wednesday, 23rd September 2015, being the cut off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

5. REMOTE-EVOTING:

5.1 Agency:

The Company had taken the services of Central Depositories Services (India) Limited (CDSL) for providing the remote E-Voting Platform.

5.2 Remote E-Voting:

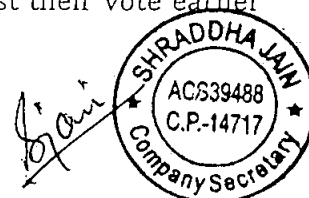
Remote E-Voting platform remained open from Sunday, 27th September 2015 (9.00 am) upto Tuesday, 29th September 2015 (5.00 pm) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and /or Special Resolutions, on the e-voting platform provided by CDSL.

6. VOTING AT THE AGM:

6.1 As prescribed under Rule 20(4)(xiii) of the companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the General Meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

6.2 Accordingly CDSL, the E-voting agency provided me with the names, DP Id/ Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

6.3 Further, the chairman announced the poll at the Annual General Meeting for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.



7. COUNTING PROCESS:

- 7.1 After the voting at the AGM was concluded, ballot box kept for the purpose of casting of votes was locked in my presence.
- 7.2 The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the Ankit Consultancy Private Limited the registrar and Transfer Agent of the company and the Authorizations/ proxies lodged with the company.
- 7.3 The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- 7.4 The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Mr. Ravi Singh and Mr. Anmol Nag, who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

8. RESULTS

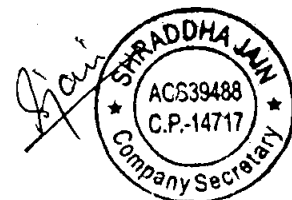
8.1 I observed that

- a) 32 members had cast their votes through poll conducted at the meeting.
- b) 11 members had cast their votes through remote E-voting.

8.2 Based on the aforesaid results, Three Ordinary Resolutions as contained in Item No. 1 to 3 of the notice dated 10th August 2015 have been passed with requisite majority as per the provisions of the Companies Act 2013.

I have issued separate Scrutinizer's Report dated 3rd day of October, 2015 on the Remote E-voting and on the Poll on the resolutions contained in the Notice to the AGM.

As requested by Management, I submit herewith my combined report on the results of Remote E-voting and Poll as under-



Item No.1: Ordinary Resolution

Receive, consider and adopt the audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss and the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

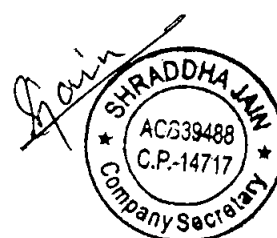
	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	--
Poll	32	26102	--
Total	43	1583585	100%

(ii) Voted against the resolution:

	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	--
Poll	0	0	--
Total	0	0	0

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Poll	0	0
Total	0	0



Item No.2: Ordinary Resolution

Retire by rotation of Mr. Vikas Gokhale Whole-Time Director.

(i) Voted in favour of resolution:

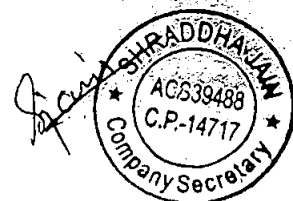
	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	--
Poll	32	26102	--
Total	43	1583585	100%

(ii) Voted against the resolution:

	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	--
Poll	0	0	--
Total	0	0	0

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Poll	0	0
Total	0	0



Item No. 3: Ordinary Resolution

Appointment of Auditors and fixing their remuneration.

(i) Voted in favour of resolution:

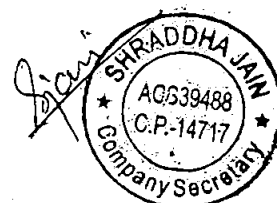
	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	--
Poll	32	26102	--
Total	43	1583585	100%

(ii) Voted against the resolution:

	Number of Members voted through e-voting system and through Poll	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	--
Poll	0	0	--
Total	0	0	0

(iii) Invalid Votes

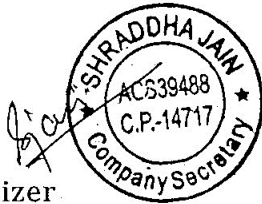
	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Poll	0	0
Total	0	0



Conclusion: All the 3 (Three) Resolutions stands passed under e-voting combined with poll at the Annual General Meeting with requisite majority

Thanking you,
Yours Faithfully,

To be counter signed by the chairman



Scrutinizer

Name: SHRADDHA JAIN

Practicing Company Secretary

ACS: 39488; CP: 14717

Place: Pithampur

Date: 02.10.2015



ATUL KUMAR SETHI
Chairman of the Meeting

WITNESSES

A handwritten signature in black ink, appearing to be "Ravi Singh".

Ravi Singh

A handwritten signature in black ink, appearing to be "Anmol Nag".

Anmol Nag

Shraddha Jain

Practicing Company Secretary

107, Gold Arcade,

3 /1, New Palasia,

Indore (MP), India - 452003

Phone : (0731) 2535841

E-mail shraddhajain2204@gmail.com

FORM No. MGT-13
Report of Scrutinizer

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

To,

The Chairman,

SHREE PACETRONIX LIMITED

Plot No. 15, Sector II, Industrial Area, Pithampur,

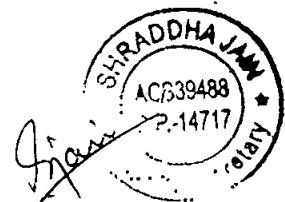
Dist., Dhar (M.P.) 454775

The Twenty Seventh Annual General Meeting of the members of Shree Pacetronix Limited (the Company) held on Wednesday, the 30th day of September, 2015 at 10:00 A.M at the registered office of the company at Plot No. 15, Sector II, Industrial Area, Pithampur, Dist. Dhar (M.P.) 454775.

Dear Sir,

I, Shraddha Jain, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 27th Annual General Meeting of the Shareholders of Shree Pacetronix Limited held on Wednesday, the 30th day of September, 2015 at 10:00 A.M at the registered office of the company at Plot No. 15, Sector II, Industrial Area, Pithampur, Dist. Dhar (M.P.) 454775, submit our report as under:

1. After the time fixed for closing of 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 and the authorizations/proxies lodged with the Company.



3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

Item No.1: Ordinary Resolution

Receive, consider and adopt the audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss and the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

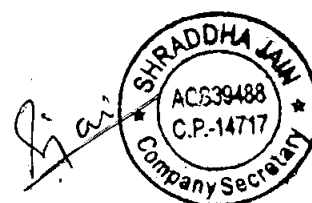
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	26102	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

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



Item No.2: Ordinary Resolution

Retire by rotation of Mr. Vikas Gokhale Whole-Time Director.

(i) Voted in favour of resolution:

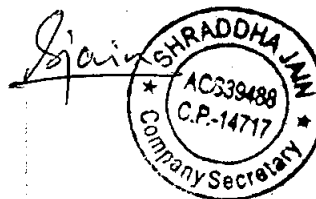
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	26102	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

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



Item No. 3: Ordinary Resolution

Appointment of Auditors and fixing their remuneration.

(i) Voted in favour of resolution:

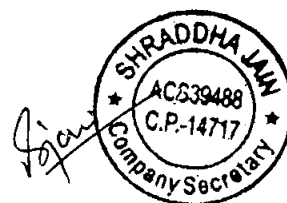
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	26102	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0


(iii) Invalid Votes

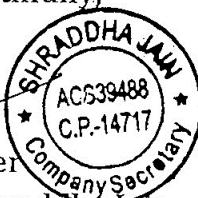
Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0



5. A Report containing a 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 Company Secretary/Director authorize by the Board for safe keeping.

Thanking you,
Yours Faithfully,


Scrutinizer



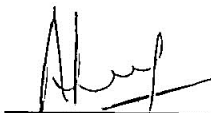
Name: Shraddha Jain
Practicing Company Secretary
ACS: 39488; CP: 14717
Place: Pithampur
Date: 03.10.2015

WITNESSES-1



Ravi Singh

WITNESSES-2



Anmol Nag




Signed by Atul Kumar Sethi
Chairman of the Meeting

Shraddha Jain

Practicing Company Secretary

107, Gold Arcade,

3 /1, New Palasia,

Indore (MP), India - 452003

Phone : (0731) 2535841

E-mail shraddhajain2204@gmail.com

To,

The Chairman,

SHREE PACETRONIX LIMITED

Plot No. 15, Sector II, Industrial Area, Pithampur,

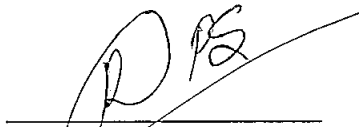
Dist. Dhar (M.P.) 454775


Dear Sir,

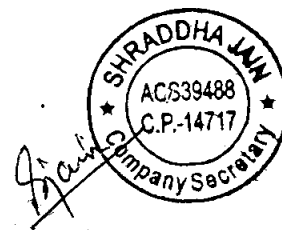
Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4) (xii) of Companies (Management and Administration) Rules, 2014 as amended by the Companies Management & Administration Rules, 2015

I, Shraddha Jain, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **SHREE PACETRONIX LIMITED** ("the Company") in their meeting held on 10th August, 2015, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process in respect of the below mentioned resolutions to be passed at the 27th Annual General Meeting of the Company to be held on 30th September, 2015.

1. The voting period for Remote E-voting commenced on Sunday, 27th September 2015 at 9.00 AM and ends on Tuesday, 29th September 2015 at 5.00 PM.
2. The Shareholders of the Company holding shares as on the "Cut Off" date of 23rd September 2015 were entitled to vote on the proposed resolutions as set out at Item Number 1 to 3 in Notice of 27th AGM of the Company **SHREE PACETRONIX LIMITED**.
3. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Mr. Ravi Singh and Mr. Anmol Nag, who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.


Ravi Singh


Anmol Nag



4. Thereafter the details containing inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") i.e. www.evotingindia.com.

5. The results of Remote e-voting is as under:

I. Resolution No.1: Ordinary Resolution

Receive, consider and adopt the audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss and the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

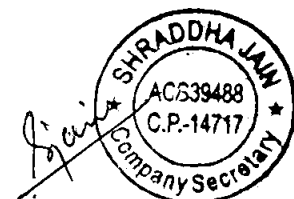
	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	100%

(ii) Voted against the resolution:

	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0



II. Resolution No.2: Ordinary Resolution

Retire by rotation of Mr. Vikas Gokhale Whole-Time Director.

(i) Voted in favour of resolution:

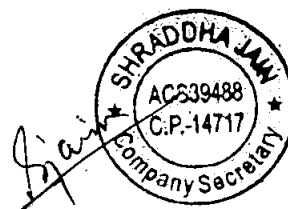
	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	100%

(ii) Voted against the resolution:

	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0

(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0



III. Resolution No.3: Ordinary Resolution

Appointment of Auditors and fixing their remuneration.

(i) Voted in favour of resolution:

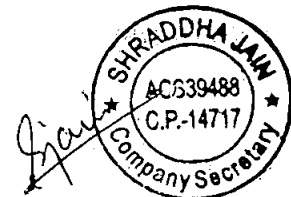
	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1557483	100%

(ii) Voted against the resolution:

	Number of Members voted through electronic system	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0


(iii) Invalid Votes

	Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 27th Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

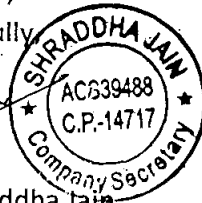
Thanking you,
Yours Faithfully


Scrutinizor

Name: Shraddha Jain

Practicing Company Secretary

ACS: 39488; CP: 14717



Place: Pithampur

Date: 03.10.2015