

Consolidated Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman of 21st Annual General Meeting
Mold-Tek Packaging Limited
8-2-293/ 82/A/700, Ground Floor,
Road No 36, Jubilee Hills, Hyderabad
Telengana-500033

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poll at 21st Annual General Meeting held on 29th September 2018.

I, Ashish Kumar Gaggar, Company Secretary in Practice has been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the remote e-voting process and ballot voting (Poll) carried out by the company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for passing of the Resolutions as mentioned under item numbers 1 to 11 as set out in the Notice of 21st Annual General Meeting (AGM) of the shareholders of the Company dated **01st September 2018**.

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast in "**favour**" or "**against**" the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by CDSL, the agency engaged by the company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The Notice dated **01st September 2018** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was dispatched to the Shareholders



through courier post on **Wednesday, 05th September 2018** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Thursday, 06th September 2018**. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on **Friday, 31st August 2018**.

3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing remote e-voting facility in **Business Standard (English Daily) and Prajashakthi (Telugu Daily) on Friday, 07th September 2018**.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from **Wednesday, 26th September 2018 (9:00 A.M.) to Friday, 28th September 2018 (5:00 P.M.)**.
5. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. **Saturday, 22nd September 2018**.
6. The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already casted their vote by Remote- E voting exercised their right to vote at the meeting through ballot papers.
7. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence and the members who were present.
8. The locked ballot box was subsequently opened in my presence and in the presence of two witness 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.
9. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of P Neha and N Venkat who are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence.



10. I did not find any poll papers invalid.
11. Summary of the remote e-voting and poll are as follows:



Resolution No. 1: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements (including audited Consolidated Financial Statements) for the Financial Year ended 31st March 2018 and the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	52	11715566	90.81
Total	95	12900708	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 2: ORDINARY RESOLUTION



To confirm the payment of interim dividend and to declare final dividend on equity shares for the financial year ended 31st March 2018.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	52	11715566	90.81
Total	95	12900708	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil

Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 3: ORDINARY RESOLUTION

To appoint a Director in place of J. Mytraeyi, Non-Executive Promoter Director (DIN: 01770112), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	52	11715566	90.81
Total	95	12900708	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Signature



Resolution No. 4: ORDINARY RESOLUTION**Ratification of appointment of auditors:**

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	51	11507587	89.20
Total	94	12692729	98.39

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	1	207979	1.61
Total	1	207979	1.61

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 5: ORDINARY RESOLUTION**To Appoint Mr. Venkata Appa Rao Kotagiri as a Non-Executive Director, Independent category:**

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	51	11192486	86.76
Total	94	12377628	95.95



(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	1	523080	4.05
Total	1	523080	4.05

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 6: ORDINARY RESOLUTION

To Appoint Mr. Eswara Rao Immaneni as a Non-Executive Director, Independent category:

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	9.19
Remote E-voting	52	11715566	90.81
Total	95	12900708	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil



Resolution No. 7: SPECIAL RESOLUTION**To Appoint Mr. Srinivas Madireddy as a Whole-time Director of the Company:**

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	24.52
Remote E-voting	34	3648767	75.48
Total	77	4833909	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 8: SPECIAL RESOLUTION**To Re-appoint Mr. Lakshmana Rao Janumahanti, Managing Director of the Company and revision of remuneration:**

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	24.52
Remote E-voting	33	3125687	64.66
Total	76	4310829	89.18



(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	1	523080	10.82
Total	1	523080	10.82

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 9: SPECIAL RESOLUTION

To Re-appoint Mr. Subramanyam Adivishnu, Deputy Managing Director of the Company and revision of remuneration:

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	24.52
Remote E-voting	34	3648767	75.48
Total	77	4833909	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil



Resolution No. 10: SPECIAL RESOLUTION

To Re-appoint Mr. P. Venkateswara Rao, Deputy Managing Director of the Company and revision of remuneration:

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	43	1185142	24.52
Remote E-voting	34	3648767	75.48
Total	77	4833909	100.00

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

Resolution No. 11: ORDINARY RESOLUTION

To approve revision in remuneration payable to Mr. J. Rana Pratap, holding office or place of profit:

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	39	278058	7.08
Remote E-voting	33	3125687	79.60
Total	72	3403745	86.68



(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	1	523080	13.32
Total	1	523080	13.32

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

The register, all other papers and relevant records relating to remote e-voting and Poll shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company authorized person for safe Keeping.

Thanking you,
Yours faithfully



Ashish Kumar Gaggar
Company Secretary in Practice
FCS: 6687
CP No.: 7321
Place: Hyderabad
Date: 30th September 2018



For Mold-Tek Packaging Limited



Lakshmana Rao Janumahant
Chairman for 21st Annual General Meeting
(DIN: 00649702)

