

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 22nd 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 22nd Annual General Meeting held on 30th September 2019.

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 8 as set out in the Notice of 22nd Annual General Meeting (AGM) of the shareholders of the Company dated **31st August 2019**.




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 Central Depository Services [India] Limited ("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 **31st August 2019** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was dispatched to the Shareholders through courier post on **Friday, 06th September 2019** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Friday, 06th September 2019**. 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 **Saturday, 31st August 2019**.
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 **Financial Express (English Daily) and Prajashakthi (Telugu Daily) on Saturday, 07th September 2019** and Corrigendum to the above advertisement in **Financial Express (English Daily) and Prajashakthi (Telugu Daily) on Wednesday, 18th September, 2019**.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 4 (Four) days from **Thursday, 26th September 2019 (9:00 A.M.) to Sunday, 29th September 2019 (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. **Monday, 23rd September 2019**.
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 H Megha 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 2019 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	51	7,55,507	5.50
Remote E-voting	58	1,29,72,665	94.50
Total	109	1,37,28,172	100

(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 paid during the year and to declare final dividend on equity shares for the financial year ended 31st March 2019.

(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	51	7,55,507	5.50
Remote E-voting	58	1,29,72,665	94.50
Total	109	1,37,28,172	100

AW



(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 Mr. P. Venkateshwara Rao, Deputy Managing Director (DIN: 01254851) who retires by rotation and being eligible, offers himself 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	51	7,55,507	5.50
Remote E-voting	55	1,18,58,958	86.39
Total	106	1,26,14,465	91.89

(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	3	11,13,707	8.11
Total	3	11,13,707	8.11

(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

Ashish


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	51	7,55,507	5.50
Remote E-voting	56	1,29,72,605	94.50
Total	107	1,37,28,112	100

(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	2	60	Negligible
Total	2	60	Negligible

(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: SPECIAL RESOLUTION

To Re-appoint Mr. Talupunuri Venkateswara Rao (DIN: 00572657) as an Independent Non-Executive Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013:

(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	51	7,55,507	5.50
Remote E-voting	55	1,20,97,152	88.12
Total	106	1,28,52,659	93.62

Ashish Gagar



(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	3	8,75,513	6.38
Total	3	8,75,513	6.38

(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: SPECIAL RESOLUTION

To Re-appoint Mr. Venkata Neeladri Varma Nadimpalli (DIN: 02861521) as an Independent Non-Executive Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013:

(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	51	7,55,507	5.50
Remote E-voting	49	86,08,404	62.71
Total	100	93,63,911	68.21

(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	9	43,64,261	31.79
Total	9	43,64,261	31.79




(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

Ratification of Reappointment of Mrs. J. Mytraeyi, Non-Executive Promoter Director (DIN: 01770112):

(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	51	7,55,507	5.50
Remote E-voting	53	1,07,46,505	78.28
Total	104	1,15,02,012	83.78

(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	4	22,26,150	16.22
Total	4	22,26,150	16.22

(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: ORDINARY RESOLUTION

Appointment of Mr. Durga Sundeep Adivishnu to hold 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	49	2,65,432	5.07
Remote E-voting	37	40,91,026	78.19
Total	86	43,56,458	83.26

(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	3	8,75,513	16.74
Total	3	8,75,513	16.74


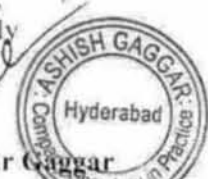
(iii) Invalid Votes

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

As per Regulation 23(4) of SEBI (LODR) Regulations, 2015, all concerned related parties shall abstain from voting on such resolutions which requires approval for material related party transactions, whether the entity is a related party to the particular transaction or not. Hence, shareholding of all concerned related parties was not considered for this resolution.

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 2019

For Mold-Tek Packaging Limited




Lakshmana Rao Janumahanti
Chairman for 22nd Annual General Meeting
(DIN: 00649702)