

**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 19<sup>th</sup> 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 19<sup>th</sup> Annual General Meeting held on 19<sup>th</sup> September 2016.**

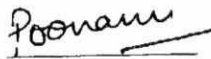
I, Ashish Kumar Gaggar, Company Secretary in Practice has been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the remote e-voting process and ballot voting (Poll) carried out by the company pursuant to Section 108 of the Companies Act, 2013 read with 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 9 as set out in the Notice of 19<sup>th</sup> Annual General Meeting (AGM) of the shareholders of the Company dated 1<sup>st</sup> August 2016.

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 1<sup>st</sup> August 2016 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, 26<sup>th</sup> August 2016** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Friday, 26<sup>th</sup> August 2016**. 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, 19<sup>th</sup> August 2016**.

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 Nava Telangana (Telugu Daily)** on **Saturday, 27<sup>th</sup> August 2016**.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from **Friday, 16 September 2016 (9:00 A.M.) to Sunday, 18 September 2016 (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, 12<sup>th</sup> September 2016**.
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 Ms. Poonam J and and Mr. Dayanand M who are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ms. Poonam J

  
Mr. Dayanand M

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 31<sup>st</sup> March 2016 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	60	1549148	11.15
Remote E-voting	49	12347116	88.85
Total	109	13896264	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	0	0	Nil
Remote E-voting	0	0	Nil
Total	0	0	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	0	0
Remote E-voting	0	0
Total	0	0

**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 31<sup>st</sup> March 2016.

(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	60	1549148	11.15
Remote E-voting	49	12347116	88.85
Total	109	13896264	100



*Ashish*

(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	0	0	Nil
Remote E-voting	0	0	Nil
Total	0	0	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	0	0
Remote E-voting	0	0
Total	0	0

**Resolution No. 3: ORDINARY RESOLUTION**

**To appoint a Director in place of P. Venkateswara Rao, 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	60	1549148	11.15
Remote E-voting	49	12347116	88.85
Total	109	13896264	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	0	0	Nil
Remote E-voting	0	0	Nil
Total	0	0	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	0	0
Remote E-voting	0	0
Total	0	0



*Shish*

**Resolution No. 4: ORDINARY RESOLUTION****To ratify appointment of M/s. Praturi & Sriram, Chartered Accountants (ICAI Firm Registration No. 002739S)**

(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	60	1549148	11.15
Remote E-voting	42	10075976	72.51
Total	102	11625124	83.66

(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	0	0	Nil
Remote E-voting	7	2271140	16.34
Total	7	2271140	16.34

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

**Resolution No. 5: SPECIAL RESOLUTION****To issue 3,00,000 equity shares to the eligible employees of the Company under 'MTPL Employees Stock Option Scheme-2016'.**

(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	60	1549148	11.15
Remote E-voting	49	12347116	88.85
Total	109	13896264	100

*Sushma*

(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	0	0	Nil
Remote E-voting	0	0	Nil
Total	0	0	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	0	0
Remote E-voting	0	0
Total	0	0

### Resolution No. 6: SPECIAL RESOLUTION

To issue equity shares to the eligible employees of the Company's subsidiary company(ies) under 'MTPL Employees Stock Option Scheme-2016.

(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	60	1549148	11.15
Remote E-voting	49	12347116	88.85
Total	109	13896264	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	0	0	Nil
Remote E-voting	0	0	Nil
Total	0	0	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	0	0
Remote E-voting	0	0
Total	0	0



*Handwritten signature*

**Resolution No. 7: ORDINARY RESOLUTION**

To approve revision in remuneration payable to A. Seshu Kumari, 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	50	470004	8.75
Remote E-voting	38	4903660	91.25
Total	88	5373664	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	0	0	0
Remote E-voting	1	60	0.00
Total	1	60	0.00

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

**Resolution No. 8: ORDINARY RESOLUTION**

To approve revision in remuneration payable to J. Navya Mythri, 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	50	470004	8.75
Remote E-voting	38	4903660	91.25
Total	88	5373664	100



*Handwritten signature*

(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	0	0	0
Remote E-voting	1	60	0.00
Total	1	60	0.00

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

**Resolution No. 9: ORDINARY RESOLUTION**

To approve revision in remuneration payable to Kavya Sarraju, 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	50	470004	8.75
Remote E-voting	36	4893655	91.06
Total	86	5363659	99.81

(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	0	0	0
Remote E-voting	3	10065	0.19
Total	3	10065	0.19

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0



*Ashish Baggar*



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



*[Signature]*  
Ashish Kumar Gaggar  
Company Secretary in Practice  
FCS : 6687  
CP No. : 7321  
Place: Hyderabad  
Date: 20<sup>th</sup> September 2016

For Mold-Tek Packaging Limited

*[Signature]*



Lakshmana Rao Janumahanti  
Chairman for 19<sup>th</sup> Annual General Meeting  
(DIN: 00649702)