



Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
M/s Unimin India Limited,
Daman Industrial Estate,
Village Kadaiya, Bhimpore,
Nani Daman-396 210 (U.T.)

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

Dear Sir,

I, Amit Verma, a Practicing Company Secretary having its office at A-201, Apex Green Valley, Sector-9, Vaishali, Ghaziabad-201012 (U.P.), was appointed as the Scrutinizer by the Board of Directors of M/s Unimin India Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the resolutions as set out in the Notice dated October 30, 2017 convening the 34th Annual General Meeting of the Equity Shareholders of Unimin India Limited, held on Friday, 24th Day of November, 2017 at 11:00 a.m. at Daman Industrial Estate, Village Kadaiya, Bhimpore, Nani Daman – 396210 (U.T.). I submit the report as under:

1. The Company has availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.
2. The Management of the company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the 34th General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the remote E-voting process restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by CDSL, the authorized agency to provide the E-voting facilities, engaged by the Company.
3. The Shareholders holding shares as on the "cut off" date i.e. November 17, 2017, were entitled to vote on the proposed resolutions (Item Nos. 1 to 5 as set out in the Notice dated October 30, 2017 convening the 34th Annual General Meeting of Unimin India Limited).
4. The remote e-voting remained open from Tuesday, November 21, 2017 (9:00 a.m. IST) and ends on Thursday, November 23, 2017 (5:00 p.m. IST).





5. The votes were unblocked on November 25, 2017 in the presence of two witnesses, Ms. Shweta Singh and Mr. D. Mishra (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence. There was no votes cast through Physical ballot forms received up to November 23, 2017 were considered.

Shweta Singh
Name: Ms. Shweta Singh

Mr. D. Mishra
Name: Mr. D. Mishra

6. I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the e-voting website of Central Depository Services (India) Limited i.e. www.evotingindia.com and the ballot forms respectively.
7. The result of the voting through electronic means and physical mode in respect of the said Resolutions is as under:

- (a) **Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and the Auditors thereon.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	--

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL



- (b) **Resolution No.2 (Ordinary Resolution): To appoint a Director in place of Ms. Brinda Malhotra (DIN: 07883471), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	--

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

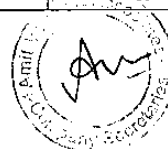
(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

- (c) **Resolution No.3 (Ordinary Resolution): To ratify the appointment Statutory Auditors of the Company and fix their remuneration**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	--





(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

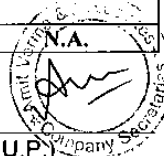
(d) Resolution No.4 (Ordinary Resolution): To regularize the appointment of Ms. Brinda Malhotra (DIN: 07883471) as Director of the company

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	--

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.





(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL

(e) Resolution No.5 (Ordinary Resolution): To regularize the appointment of Ms. Romee Chaudhary (DIN: 07559520) as Director of the company

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	--

(ii) Voted against the resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	--
Physical (Ballot Form)	NIL	NIL	--
Total	NIL	NIL	N.A.

(iii) Invalid votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-Voting	NIL	NIL
Physical (Ballot Form)	NIL	NIL
Total	NIL	NIL



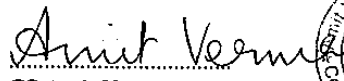


8. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same are handed over to the Chairman for safe keeping.

Thanking you.

Yours faithfully,

For Amit Verma & Associates
Practising Company Secretaries


CS Amit Verma
Practicing Company Secretary
CP No. 3510 (FCS 5018)



Date: November 25, 2017
Place: Ghaziabad