

**PANKAJ & ASSOCIATES**  
Company Secretaries

Office: - 505/ Panchsheel-4/B  
Raheja Township,  
Malad (East),  
Mumbai-400 097,  
Tel Off: - 65157109  
Cell:- 9322298917

**Pankaj S Desai**  
B.Com (Hons), A.C.S., A.C.A.  
PAN :- AADPD1728R

E-Mail: [shirdipankaj@hotmail.com](mailto:shirdipankaj@hotmail.com)

\*\*\*\*\*

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20(3) xi and Rule 21(2) of Companies (Management and Administration) Rule 2014]

To,  
**Mr. Ramchandra Dhondu Ghanekar**  
Whole-Time Director  
Shreyas Intermediates Limited  
Regd. Office: Plots Nos. D-21, D-22 and D-23,  
MIDC Industrial Estate,  
Lote Parshuram, Taluka Khed,  
District: Ratnagiri – 415722.

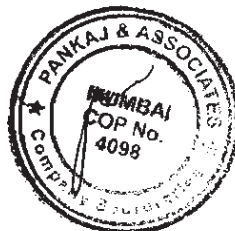
Dear Sir,

The 25th Annual General Meeting of the Equity Shareholders of **SHREYAS INTERMEDIATES LIMITED**, was held on Tuesday, the 31st March, 2015 at 10.00 a.m. at the Registered Office of the Company at Plots Nos. D-21, D-22 and D-23, MIDC Industrial Estate, Lote Parshuram, Taluka Khed, District: Ratnagiri – 415722

1. We, Pankaj & Associates, Company Secretary in whole time practice, have been appointed by:

a. Board of Directors of Shreyas Intermediates Limited (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of section 108 of Companies Act, 2013 read with Rule 20(3) xi of Companies (Management and Administration) Rule 2014 on resolutions contained in the Notice to 25th Annual General Meeting (AGM) of the members of the Company held on Tuesday, the 31st March, 2015 at 10.00 a.m. at the Registered Office of the Company at Plots Nos. D-21, D-22 and D-23, MIDC Industrial Estate, Lote Parshuram, Taluka Khed, District: Ratnagiri – 415722.

b. The Chairman of the AGM on Poll under the provision of Section 109 of Companies Act, 2013 read with Rule 21(2) of Companies (Management and Administration) Rule 2014 on the resolutions contained in the Notice to the 25th Annual General Meeting (AGM) of the members of the Company held on Tuesday, the 31st March, 2015 at 10.00 a.m. at the Registered Office of



the Company at Plots Nos. D-21, D-22 and D-23, MIDC Industrial Estate, Lote Parshuram, Taluka Khed, District: Ratnagiri – 415722.

2. The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013, and Rule relating to e-voting (through electronic means) and Poll on the resolutions contained in the Notice to 25th Annual General Meeting (AGM) of the members of the Company. My responsibility as Scrutinizer for the e-voting process and for Poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the Reports generated from the e-voting system provided by CDSL, the authorised agency to provide e-voting facility engaged by the Company and also at the time Poll at AGM.

3. I have submitted a separate scrutinizer report dated 29.03.2015 for e-voting on the resolutions contained in the Notice of 25th AGM.

4. As requested by the Management, I submit herewith my combined Report on the results of e-voting together with the results of poll at the AGM as under:

Number of Members who cast their votes through e-voting and poll	Total Number of Shares held by them.
e-voting 19	9951720
Poll 0	0
Total	9951720

**VOTING RESULTS (E-VOTING AND POLL) AGAINST EACH OF THE RESOLUTIONS:**

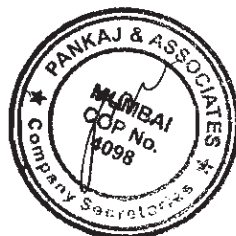
**Item No. 1 – As an Ordinary Resolution:-** To receive, consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended 30<sup>th</sup> September, 2014 and the Balance Sheet as at that date and the Auditors' Report thereon.

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0



Total	0	0
-------	---	---

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0

**Item No. 2 – As an Ordinary Resolution - Appointment of Auditor and their Remuneration:**

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

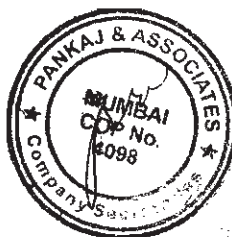
(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll.	0

**Item No. 3 – As an Ordinary Resolution - Appointment of. Mr. Surya Prakash Pandey as Director:**

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0



Total	9951720	100%
-------	---------	------

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0

**Item No. 4 – As an Ordinary Resolution** - Appointment of. Mr. Surya Prakash Pandey as Independent Director:

(i) Voted in favour of the resolution:

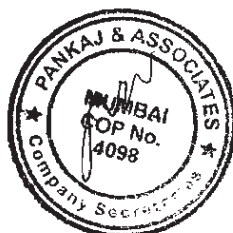
Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0



**Item No. 5 – As an Ordinary Resolution** - Appointment of Mr. Govind Krishna Sharma as an Independent Director:

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

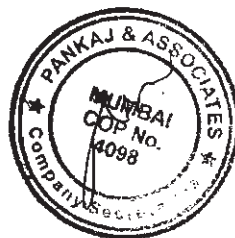
(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0

**Item No. 6 – As a Special Resolution** – Adoption of New Articles of Association:

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%



(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0

**Item No. 7– As a Special Resolution** – Fixation of Limits of Borrowing Powers under Section 180(1)(c ) of the Companies Act, 2013:

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0



**Item No. 8 – As a Special Resolution** – Mortgage of Assets under Section 180(1)(a) of the Companies Act, 2013:

(i) Voted in favour of the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	9951720	100%
Poll	0	0
Total	9951720	100%

(ii) Voted against the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes:

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0

Thanking you,

Yours faithfully,

  
M/s. Pankaj & Associates  
Practicing Company Secretary (C.O.P. No. 4098)  
Scrutinizer

Place: Mumbai  
Date: 01<sup>st</sup> April, 2015



**PANKAJ & ASSOCIATES**  
Company Secretaries

Office: - 505/ Panchsheel-4/B  
Raheja Township,  
Malad (East),  
Mumbai-400 097,  
Tel Off: - 65157109  
Cell:- 9322298917

**Pankaj S Desai**  
B.Com (Hons), A.C.S., A.C.A.  
PAN :- AADPD1728R

E-Mail: [shirdipankaj@hotmail.com](mailto:shirdipankaj@hotmail.com)

\*\*\*\*\*

**Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 18) of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement]

To,  
**Mr. Ramchandra Dhondu Ghanekar**  
Whole-Time Director  
Shreyas Intermediates Limited  
Regd. Office: Plots Nos. D-21, D-22 and D-23,  
MIDC Industrial Estate,  
Lote Parshuram, Taluka Khed,  
District: Ratnagiri – 415722.

Dear Sir,

1. We, Pankaj & Associates, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Shreyas Intermediates Limited (the Company) at its meeting held on 5<sup>th</sup> March, 2015 for the purpose of scrutinizing the e-voting and for conducting the ballot process at the Annual General Meeting and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration), Rules, 2014 and ballot process undertaken at the 25<sup>th</sup> Annual General Meeting (AGM) on the resolutions contained in the notice of the 25<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 31st March, 2015, at Plots Nos. D-21, D-22 and D-23, MIDC Industrial Estate, Lote Parshuram, Taluka Khed, District: Ratnagiri – 415722.

2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 25<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.







3. Further to above, I submit my report as under:

3.1. The Company has provided the e-voting facility through Central Depository Services (India) Limited (CDSL) on their website <https://www.evotingindia.com>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.

3.2. The E-Voting commenced from 25<sup>th</sup> March, 2015 (9.00 a.m.) and ended on 27<sup>th</sup> March, 2015 (06.00 p.m.).

3.3. The votes cast were unblocked on 28<sup>th</sup> September, 2014 in the presence of 2 witnesses, Mr. Surendra Kabdule and Mr. Dipen Shah who are not in the employment of the Company. They have signed below in confirmation of the votes beings unblocked in their presence.

  
\_\_\_\_\_  
Surendra Kabdule

  
\_\_\_\_\_  
Dipen Shah

3.4. The E-Voting data was scrutinized by me for verification of votes cast "in favour" and "against" the Resolutions.

3.5. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "in favour" or "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) on their website i.e <https://www.evotingindia.com>. and the result of the e-voting is as under:

Item No. 1 – As an Ordinary Resolution:- To receive, consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended 30<sup>th</sup> September, 2014 and the Balance Sheet as at that date and the Auditors' Report thereon.

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%



ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 2 – As an Ordinary Resolution - Appointment of Auditor and their Remuneration:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%

ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

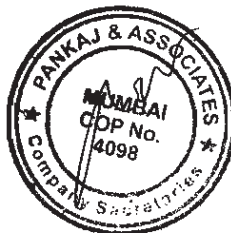
iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 3 – As an Ordinary Resolution - Appointment of. Mr. Surya Prakash Pandey as a Director:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%



ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 4 – As an Ordinary Resolution - Appointment of. Mr. Surya Prakash Pandey as an Independent Director:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%

ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

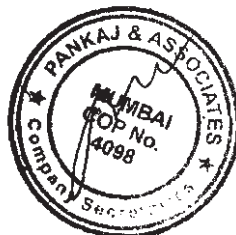
iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 5 – As an Ordinary Resolution - Appointment of Mr. Govind Krishna Sharma as an Independent Director:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%



ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 6 – As a Special Resolution – Adoption of New Articles of Association:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%

ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 7– As a Special Resolution – Fixation of Limits of Borrowing Powers under Section 180(1)(c) of the Companies Act, 2013:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%



ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

Item No. 8 – As a Special Resolution – Mortgage of Assets under Section 180(1)(a) of the Companies Act, 2013:

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
19	9951720	100%

ii. Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00%

iii. Invalid votes:

Number of Members whose vote were declared invalid	% of total number of valid votes cast by them
0	0

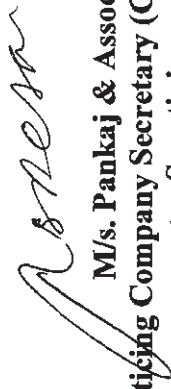
4. A Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR" OR "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Mrs. Manali More, Compliance Officer for safe keeping.



5. You may accordingly declare the result of voting by e-voting.
6. The abovementioned resolutions are deemed to be passed as on the date of announcement of results.

Thanking you,

Yours faithfully,



M/s. Pankaj & Associates  
Practising Company Secretary (C.O.P. No. 4098)  
Scrutinizer

Place: Mumbai  
Date: 29<sup>th</sup> March, 2015

