

**CALLISTA INDUSTRIES LIMITED**

(Formerly Known as CHPL Industries Limited)

Registered Office - 44 Empire Square, Opp. Vidhyabharti College, Baben,

Ta— Bardoli, Bardoli Surat - 394602.

CIN - L65921GJ1989PLC098109 E-mail - [callistaindustriesltd@gmail.com](mailto:callistaindustriesltd@gmail.com)

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Date: 01/10/2019

To  
The Manager  
Department of Corporate Services  
BSE Ltd.  
Dalal Street, Fort  
Mumbai - 400 001

**Sub. :- Submission of Scrutinizer Report for 30<sup>th</sup> Annual General Meeting.**

**Ref. :- Scrip Code- 539335**

Dear Sir / Madam,

Pursuant to Section 108 of The Companies Act, 2013 and Rule 20 (4) (xii) of the Companies(Management and Administration) Rules, 2014) please find enclosed herewith Scrutinizer Report for 30<sup>th</sup> Annual Report of **Callista Industries Limited (Formerly known as CHPL Industries Limited)** duly held on Monday, 30<sup>th</sup> September, 2019 at 10.00 a.m. at the registered office of the Company.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

**For Callista Industries Limited  
(Formerly known as CHPL Industries Limited)**



**Rashmi Ravi Sharma  
Managing Director  
DIN - 06618645**

Encl: as above



# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

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**CONSOLIDATED 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)**

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Date: 01/10/2019

To

The Board of Directors

**CALLISTA INDUSTRIES LIMITED**

**(formerly known as CHPL Industries Limited)**

44 Empire Square, Opp. Vidhyabharti College,

Baben, Ta- Bardoli, Bardoli Surat - 394602.

**ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF CALLISTA INDUSTRIES LIMITED (FORMERLY KNOWN AS CHPL INDUSTRIES LIMITED) HELD ON MONDAY, 30<sup>TH</sup> SEPTEMBER, 2019 AT 10:00 A.M. AT 44, EMPIRE SQUARE, OPP. VIDHYABHARTI COLLEGE, BABEN, TA-BARDOLI, BARDOLI, SURAT GJ - 394602.**

I, **CS Krishan Kumar**, JK and Associates, practising Company Secretary having Membership No 31443 and COP 22281, was appointed as scrutinizer by the board of directors of **CALLISTA INDUSTRIES LIMITED (FORMERLY KNOWN AS CHPL INDUSTRIES LIMITED)** CIN: L65921GJ1989PLC098109 ("the Company") for the purpose of voting by poll at the Company's annual general meeting held on Monday, 30<sup>th</sup> September, 2019 at 09:00 p.m. at the venue mentioned above pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 and 21 of the Companies (Management and Administration) rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, in respect of resolution contained in the notice of the AGM to be held on Monday, 30<sup>th</sup> September, 2019 .

The management of the Company is responsible to ensure the compliance with the requirements with the act and rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll (insta poll) at the AGM for the resolutions contained in the notice of the AGM. But no e-voting is conducted by the company only physical meeting and voting is conducted by the company. My responsibility as a scrutinizer is restricted to ensure that the voting process through poll at the AGM is conducted in a fair and transparent manner and to make a consolidated scrutinizer report of the votes cast "For" or "Against" the resolutions contained in the notice.

## REPORT ON SCRUTINY

1. The Company has entered into an arrangement with Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting. Company has not made the pending payment for the CDSL Annual Fees so remote e-voting not conducted.



2. The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 20<sup>th</sup>, September, 2019.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Friday, 27<sup>th</sup> September, 2019 at 9.00 am and ends on Sunday, 29<sup>th</sup> September, 2020 at 5.00 pm. preceding the date of the AGM however no e-voting is commenced by the Company.
4. As on the cut off-date i.e. 20<sup>th</sup>, September, 2019, there were 766 Shareholders so minimum quorum required is 5 shareholder.
5. No voting portal of CDSL was blocked forthwith since no e-voting was conducted by the company.
6. After the poll ordered by the Chairman at the AGM, poll boxes kept for polling were locked in my presence with due identification marks placed by me. The keys of the poll boxes handed over to the chairman of the AGM after looking them.
7. After completion of the poll at the AGM, the poll boxes kept for voting were immediately opened by me in presence of two witnesses who were not the employees of the Company.
8. The Shareholders present in person and through proxy at the AGM 7 members presents in person and no proxy received by Company.
9. After the conclusion of the AGM on Monday, 30<sup>th</sup> September, 2019 at 10:45AM after counting votes cast at the AGM, the votes cast through poll were counted by me in the presence of the board of the directors.
10. The voting ballot papers for the Poll conducted at the AGM were reconciled with the record maintained by M/s Purva Sharegistry (India) Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations /proxies lodged with the RTA / Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on by use of polling paper.
11. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :  
**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS I.E. REMOTE E-VOTING AND VOTING BY POLL IS AS UNDER:**



# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

## ORDINARY RESOLUTION:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2019, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon;

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	100.0000	0.0000
	Poll	14,48,967	14,48,967	100	14,48,967	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14,48,967	14,48,967	100.0000	14,48,967		100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		0	0	0	0	100.0000	0.0000
	Poll	2,90,16,913	931	0.00320	931	100	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2,90,16,913	931	0.00320	931	0	100.0000	0.0000
	Total	3,04,65,880	14,49,898	4.75%	14,49,898	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		



# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

## 2. RATIFICATION OF STATUTORY AUDITORS:.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14,48,967	0	0	0	0	100.0000	0.0000
	Poll		7,77,201	53.64	7,77,201	0	53.64	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total			100.0000			100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2,90,16,913	0	0	0	0	100.0000	0.0000
	Poll		931	0.00320	931	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,90,16,913	931	0.00320	931	0	100.0000
	Total	3,04,65,880	7,78,132	2.554	7,78,132	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		



# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

## 3. REGULARIZATION OF MRS. BINITA DEVI SHAH FROM ADDITIONAL DIRECTOR TO DIRECTOR

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14,48,967	0	0	0	0	100.0000	0.0000
	Poll		7,77,201	53.64	7,77,201	0	53.64	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total			100.0000			100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2,90,16,913	0	0	0	0	100.0000	0.0000
	Poll		931	0.00320	931	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,90,16,913	931	0.00320	931	0	100.0000
Total		3,04,65,880	7,78,132	2.554	7,78,132	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		

**4. REGULARISATION OF ADDITIONAL DIRECTOR, MR. GOVIND GOPAL DEY  
BY APPOINTING HIM AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14,48,967	0	0	0	0	100.0000	0.0000
	Poll		7,77,201	53.64	7,77,201	0	53.64	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total			100.0000			100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2,90,16,913	0	0	0	0	100.0000	0.0000
	Poll		931	0.00320	931	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,90,16,913	931	0.00320	931	0	100.0000
	Total	3,04,65,880	7,78,132	2.554	7,78,132	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		



# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

## 5. REGULARISATION OF ADDITIONAL DIRECTOR MR. HIMANSHU JAYANTILAL PARMAR BY APPOINTING HIM AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14,48,967	0	0	0	0	100.0000	0.0000
	Poll		7,77,201	53.64	7,77,201	0	53.64	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total			100.0000			100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2,90,16,913	0	0	0	0	100.0000	0.0000
	Poll		931	0.00320	931	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,90,16,913	931	0.00320	931	0	100.0000
Total		3,04,65,880	7,78,132	2.554	7,78,132	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		

16/6, Suneja Bhawan, Mathura Road, Old Faridabad, Haryana-121001

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# JK & ASSOCIATES

PRACTICING COMPANY SECRETARIES

12. It is to be noted that :
- a. No votes with e-voting were considered on specific resolution since no e-voting is conducted by the company.
13. Based on the voting reported in the above table all resolutions are passed with requisite majority. The company secretary (since no Company Secretary has been appointed on the board) is authorised to announce the results of the poll.
14. The data and all other relevant records relating to voting is under my safe custody and will be handed over to the board for preserving safely after the minutes of the AGM are signed.

Thanking you,



Signature of the Scrutinizer  
Krishan Kumar  
Membership No. : 31443  
COP No - 22281



Authorized Signatory of the Company