

Ref. No.: AIL/B-36/2019/124

February 9, 2018

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

BSE CODE : 524208

Dear Sir/Madam,

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

NSE CODE : AARTIIND

Ref: Regulation 44 of the SEBI (LODR) Regulations, 2015.

Pursuant to the order dated January 4, 2019 of the Hon'ble NCLT, Ahmedabad Bench, the meeting of Equity Shareholders convened on February 8, 2019 for the matters as stated in the Notice sent to the Shareholders.

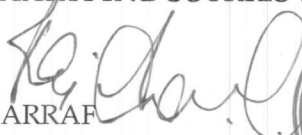
We would like to inform you that the resolution set forth in the notice has been passed by the members of the Company with the requisite majority. As per the Scrutinizer's Report on Voting Results of the Meeting.

Kindly take the same on record and oblige

Thanking You,

Yours faithfully,

FOR AARTI INDUSTRIES LIMITED


RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526




Outcome of Voting Results as required under Regulation 44(3) of the SEBI (LODR), Regulations, 2015.

Date of the NCLT Convened Meeting Meeting (AGM)	:	February 8, 2019
Total number of shareholders on record date	:	29282 Shareholders as on December 28, 2018
No. of shareholders present in the meeting either in person or through proxy		
Promoters and Promoter Group	:	43
Public	:	22
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group	:	NIL
Public	:	NIL

Resolution No. 1: Special Resolution				To consider and, if thought fit, approve, with or without modifications(s), the Composite Scheme of Arrangement between Aarti Industries Limited (“Demerged Company A” or “Resultant Company B”), Arti Surfactants Limited (“Resultant Company A”) and Nascent Chemical Industries Limited (“Demerged Company B”) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.				
Whether Promoter/Promoter Group are interested in the agenda/resolution				Yes				
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	42873963	0	0.0000	0	0	0.0000	0.0000
	Poll		29571219	68.9724	29571219	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29571219	68.9724	29571219	0	100.0000	0.0000
Public Institutions	E-Voting	15295249	13267348	86.7416	13267348	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13267348	86.7416	13267348	0	100.0000	0.0000
'Public Non Institutions	E-Voting	23130788	7717167	33.3632	7711405	5762	99.9253	0.0747
	Poll		9382	0.0406	9382	0	100.0000	0.0000
	Postal Ballot		39564	0.1710	19470	20094	49.2114	50.7886
	Total		7766113	33.5748	7740257	25856	99.6671	0.3329
TOTAL		81300000	50604680	62.2444	50578824	25856	99.9489	0.0511

For AARTI INDUSTRIES LTD.


Raj Saraf
Company Secretary
ICSI M. No. A15526

Annexure - 1

Sunil M. Dedhia
B.Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries

101, Kulkarni Heights, K.W. Chitale Path, Opp. Vartak Hall, Dadar (West), Mumbai 400 028 India
Telefax: +91 22 2430 6155 | Mobile: +91 98217 59793 | E-mail: sunil@sunildedhia.com | Website: www.sunildedhia.com

SCRUTINIZER'S REPORT

FOR E- VOTING AND POSTAL BALLOT OF AARTI INDUSTRIES LIMITED

[Pursuant to section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

February 9, 2019

To:

The Chairperson - NCLT convened Meeting of the Equity Shareholders,

Aarti Industries Limited (CIN:L24110GJ1984PLC007301)

Plot Nos. 801, 801/23,

GIDC Estate, Phase III,

Vapi, Gujarat- 396195.

Sub: Report on the results of Voting conducted through Remote Electronic Voting and Postal Ballot for the Meeting of Equity Shareholders of Aarti Industries Limited convened by the Hon'ble National Company Law Tribunal, Ahmedabad Bench on Friday, the 08th February, 2019 at 11.30 A.M. vide NCLT Order dated January 04, 2019 in Company Scheme Application No. 153 of 2018.

Dear Sir,

1. In terms of the appointment letter dated January 04, 2019 and as per the directions issued by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') vide its order dated January 04, 2019 in the Company Scheme application number 153 of 2018, I, CS Sunil M. Dedhia, Practicing Company Secretary (Membership No. 3483 and CP No. 2031), having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as the Scrutinizer for the purpose of scrutinizing the Physical Postal ballot Form(s) and Remote E-Voting which commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST) on the Resolution proposed in the Notice dated January 04, 2019 and the physical Poll conducted at the NCLT convened meeting of the Equity Shareholders of the Company, held on Friday, 08th day of February, 2019 at 11:30 P.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195.
2. The compliance with the provisions of the Companies Act, 2013, Rules made thereunder, applicable NCLT rules and NCLT Order dated January 04, 2019, relating to voting through Electronic means and Postal Ballot on the resolution proposed in the Notice dated January 04, 2019, is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting is conducted in a fair and transparent manner and render scrutinizer's report of

Sunil Dedhia



of the total votes cast "in favour" or "against" on the Resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and physical counting of votes tendered by way of Ballot papers.

3. Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and as per directions issued by NCLT, the Company had provided Remote E-Voting facility through Central Depository Services (India) Limited(CDSL) and also the facility of physical voting by way of Postal Ballot.
4. In this regard, I submit my report as under:-
 - a. The Remote E-Voting and Voting by way of Postal Ballot, by the Equity Shareholders of the Company as at cut-off date viz. December 28, 2018, commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST).
 - b. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, I unblocked the E-Voting Results on CDSL's Website on 8th February, 2019, in the presence of Mrs. Manisha R. Wakchaure and Ms. Sailee Patil, who are not in the employment of the Company.
 - c. Particulars of all Physical Postal Ballot Forms received from the shareholders and votes casted through electronic means have been maintained in a separate registers in electronic mode.
 - d. We have relied on information provided by M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent ('RTA') of the Company in relation to details regarding number of shares held and signature of shareholders.
 - e. 251(Two hundred & fifty-one) Equity Shareholders holding in aggregate 2,10,15,333 Equity shares availed E-voting facility and voted for 2,09,84,515 Equity shares.
 - f. 64 (Sixty Four) Equity Shareholders holding in aggregate 42,725 Equity shares casted votes by way of Postal Ballot.
 - g. None of the votes casted by Remote E-voting was regarded as invalid. 7(Seven) Postal Ballots were regarded as invalid for aggregate 3,161 Equity Shares.
5. Based on the reports generated from the E-Voting system provided by CDSL and votes casted through Postal Ballot on the following resolution, I submit the result of E-Voting and Postal Ballot as under:

Resolution for approving Composite Scheme of Arrangement pursuant Section 230 read with Section to 232 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Companies Act, 2013, of Arti Industries Limited, ("Demerged Company A"/ "Resultant Company B"), Arti Sulfactants Limited ("Resultant Company A") and Nascent Chemical Industries Limited, ("Demerged Company B") and their respective Shareholders and Creditors:

Sunil Dedhia



Sunil M. Dedhia & Co.

Continuation sheet

Summary of total votes casted by way of E-Voting and Postal Ballot the Resolution:

Mode	Number of Members/ Ballots voted	Number of Equity Shares voted	FAVOUR		AGAINST		INVALID		
			Number of Members / Ballots voted	Number of Equity Shares voted	Number of Members / Ballots voted	Number of Equity Shares voted	Number of Members / Ballots voted	Number of Equity Shares voted	
	1	2	3	4	5	6	7	8	9
E-Voting	251	20984515	246	20978753	5	5762	0	0	
Postal Ballot	64	42725	56	19470	1	20094	7	3161	
Total	315	21027240	302	20998223	6	25856	7	3161	
% of Total Valid Votes			98.05	99.88	1.95	0.12	0	0	

- Lists of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid in respect of the E-Voting and Postal Ballot are enclosed.
- The Register, all other papers and relevant records relating to electronic voting and Postal Ballot shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For Sunil M. Dedhia & Co.

Sunil Dedhia

CS Sunil M. Dedhia
Proprietor
FCS No. 3483 C.P. No. 2031
Place: Mumbai
Date: February 9, 2019



For AARTI INDUSTRIES LTD.

Gogri
Vice Chairman/Managing Director

Countersigned by Mr. Rashesh C. Gogri
Chairperson appointed for NCLT Convened
Meeting of AARTI INDUSTRIES LIMITED

FORM No. MGT-13

Report of Scrutinizer(s) – on POLL

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21 of the Companies
(Management and Administration) Rules, 2014]

February 9, 2019

To:

**The Chairperson - NCLT convened Meeting of the Equity Shareholders,
Aarti Industries Limited (CIN:L24110GJ1984PLC007301)**

Plot Nos. 801, 801/23,
GIDC Estate, Phase III,
Vapi, Gujarat- 396195.

Dear Sir,

1. In terms of the appointment letter dated January 04, 2019 and as per the directions issued by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') vide its order dated January 04, 2019 in the Company Scheme application number 153 of 2018, I, CS Sunil M. Dedhia, Practicing Company Secretary (Membership No. 3483 and CP No. 2031), having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as the Scrutinizer, inter alia, for the purpose of the poll taken on the Resolution proposed in the Notice dated January 04, 2019 and for the physical Poll conducted at the NCLT convened meeting of the Equity Shareholders of the Company, held on Thursday, Friday, 08th day of February, 2019 at 11:30 A.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195, submit my report as under:
2. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence with two witness, namely, Mrs. Manisha R. Wakchaure and Ms. Sailee Patil, who are not in the employment of the Company. Poll papers were diligently scrutinized. 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.
4. I did not find any poll papers invalid.

Sunil Dedhia



5. The result of the Poll is as under:

Resolution for approving Composite Scheme of Arrangement pursuant Section 230 read with Section to 232 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Companies Act, 2013, of Aarti Industries Limited, ("Demerged Company A"/ "Resultant Company B"), Arti Surfactants Limited ("Resultant Company A") and Nascent Chemical Industries Limited, ("Demerged Company B") and their respective Shareholders and Creditors:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	29580601	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

6. List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid in respect of Poll is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For Sunil M. Dedhia & Co.

Sunil Dedhia

CS Sunil M. Dedhia
Proprietor
FCS No. 3483 C.P. No. 2031
Place: Mumbai
Date: February 9, 2019



For AARTI INDUSTRIES LTD.

Gogri
Vice Chairman/Managing Director

Countersigned by Mr. Rashesh C. Gogri
Chairperson appointed for NCLT Convened
Meeting of AARTI INDUSTRIES LIMITED

Polling Summary TOTAL

The Below mentioned statement is Polling Summary For Aarti Industries Ltd. NCLT convened meeting of Equity Shareholders on 08.02.2019

SRL	FOLIO\DP- ID	BALLOT PAPER N	NAME OF SHAREHOLDERS	NAME OF PROXY	ADDRESS	NO OF SHARES HELD	Resolution1					INVALID	REASON	Category
							Valid							
							VOTED SHARES1	FOR1	AGAINST1	ABSTAIN1	LESSVOTE D1			
1	IN3018541 0101418	0 1	ALCHEMIE FINSERV PVT. LTD.	RAKESH JHA	1401, ANTARIKSH MURAR ROAD MULUND (W) MUMBAI 400080	264105	264105	0	0	0	0	1		Corporate Bodies (Promoter Co)
2	IN3018541 0106748	2	ANUSHAKTI ENTERPRISE PRIVATE LIMITED	RASHESH SHAH	UDYOG KSHETRA, 1ST FLOOR 127, MULUND GOREGOAN LINK ROAD MULUND (WEST) MUMBAI 400080	2492500	2492500	0	0	0	0	0		Corporate Bodies (Promoter Co)
3	IN3018541 0089105	3	DILESH ROADLINES PVT LTD		BLUE BELL 202, DEVIDAYAL ROAD B. P. S. COMPOUND, MULUND (W) MUMBAI. 400080	8318	8318	0	0	0	0	0		Corporate Bodies (Promoter Co)
4	IN3018541 0108552	4	RENIL RAJENDRA GOGRI	RAKESH JHA	2402, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB HIRANANDANI GARDENS, POWAL MUMBAI 400076	1968377	1968377	0	0	0	0	0		Promoters
5	IN3018541 0100216	5	RENIL RAJENDRA GOGRI	RAKESH JHA	2402, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDENS, POWAL MUMBAI 400076	647143	647143	0	0	0	0	0		Promoters
6	IN3018541 0100273	6	RENIL RAJENDRA GOGRI	RAKESH JHA	2402, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDENS, POWAL MUMBAI 400076	632536	632536	0	0	0	0	0		Promoters
7	IN3018541 0100224	7	RENIL RAJENDRA GOGRI	RAKESH JHA	2402, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDEN, POWAL MUMBAI 400076	181696	181696	0	0	0	0	0		Promoters
8	IN3018541 0100030	8	MANISHA RASHESH GOGRI		1802, RICHMOND TOWERS CLIFF AVENUE, NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAL MUMBAI 400076	251130	251130	0	0	0	0	0		Promoters
9	IN3041581 0007186	9	MANISHA RASHESH GOGRI		1802 RICHMOND CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDENS POWAI MUMBAI 400076	298870	298870	0	0	0	0	0		Promoters



Sunil Dedhia

10	IN3018541 0107015	10	SAFEICHEM ENTERPRISES PRIVATE LIMITED	CHANDRAK ANT GOARI	GALA NO.127, 1ST FLR, UDYOG KSHETRA MULUND GOREGAON LINK ROAD MULUND (WEST) MUMBAI 400080	1463000	1463000	1463000	0	0	0	0	0	0	0	0	0	0	0	Corporate Bodies (Promoter Co)
11	IN3018541 0108528	11	MIRIK RAJENDRA GOGRI	RAJ SARRAF	2401, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB HIRANANDANI GARDENS POWAI MUMBAI 400076	2081711	2081711	2081711	0	0	0	0	0	0	0	0	0	0	0	Promoters
12	IN3018541 0100281	12	MIRIK RAJENDRA GOGRI	RAJ SARRAF	2401, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDEN POWAI MUMBAI 400076	621810	621810	621810	0	0	0	0	0	0	0	0	0	0	0	Promoters
13	IN3018541 0100136	13	MIRIK RAJENDRA GOGRI	RAJ SARRAF	2401, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDEN POWAI MUMBAI 400076	534565	534565	534565	0	0	0	0	0	0	0	0	0	0	0	Promoters
14	IN3018541 0100232	14	MIRIK RAJENDRA GOGRI	RAJ SARRAF	2401, RICHMOND, CLIFF AVENUE NEAR FOREST CLUB, HIRANANDANI GARDENS, POWAI MUMBAI 400076	263748	263748	263748	0	0	0	0	0	0	0	0	0	0	0	Promoters
15	IN3011511 2379234	15	INDIRA MADAN DEDHIA	NARVEER BHATI	6TH FLOOR ANTARIKSHA CHS LTD MURAR ROAD MULUND WEST MUMBAI MAHARASHTRA 400080	179850	179850	179850	0	0	0	0	0	0	0	0	0	0	0	Promoters
16	IN3050991 0057358	16	AASHAY RASHESH GOGRI	JATIN PATEL	601, ANTARIKSHA MURAR ROAD MULUND W MUMBAI 400080	306223	306223	306223	0	0	0	0	0	0	0	0	0	0	0	Promoters
17	IN3018541 0108585	17	AASHAY RASHESH GOGRI	JATIN PATEL	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN POWAI, MUMBAI 400076	243777	243777	243777	0	0	0	0	0	0	0	0	0	0	0	Promoters
18	IN3018541 0100257	18	AARNAV RASHESH GOGRI	JITENDRA PATEL	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	478861	478861	478861	0	0	0	0	0	0	0	0	0	0	0	Promoters
19	IN3050991 0057340	19	AARNAV RASHESH GOGRI	JITENDRA PATEL	1802, RICHMOND CLIFF AVENUE, NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	71139	71139	71139	0	0	0	0	0	0	0	0	0	0	0	Promoters



Sunil Dedhia

20	IN3001261 1148468	20	NIKHIL PARIMAL DESAI	KALPESH BORDHARA	A 1403 RUNWAL HEIGHTS LBS MARG MULUND WEST OPP NIRMAL LIFE STYLE MUMBAI MAHARASHTRA 400080	781010	781010	781010	0	0	0	0	0	Promoters
21	IN3001261 1145051	21	PARIMAL HASMUKHLAL DESAI	DEVCHAND KALAP	1403 14TH FLOOR RUNWAL HEIGHTS LBS MARG MULUND WEST MUMBAI 400080	187233	187233	187233	0	0	0	0	0	Promoters
22	IN3015493 0027013	22	PARIMAL HASMUKHLAL DESAI	DEVCHAND KALAP	1403 14TH FLOOR RUNWAL HEIGHTS LBS MARG MULUND WEST MUMBAI 400080	122071	122071	122071	0	0	0	0	0	Promoters
23	IN3001261 1145213	23	DESAI TARLA PARIMAL	DEVCHAND KALAP	1403 A WING 14TH FLOOR CTS 728/182 RUNWAL HEIGHTS LBS MARG MULUND WEST MUMBAI 400080	112767	112767	112767	0	0	0	0	0	Promoters
24	IN3011512 6390121	24	REENA SANGHVI	UTPAL PATEL	404 GURUKRIPA 1 M MAMLATDARWADI MALAD W MUMBAI 400064	345	345	345	0	0	0	0	0	Public
25	IN3035591 0011051	25	Sarla Shanttilal Shah	SHANTILAL SHAH	Flat No. 404, 4th Fir Raheja Haven JVPD Scheme, Plot 21/22 Mumbai 400049	1830525	1830525	1830525	0	0	0	0	0	Promoters
26	IN3004841 3762119	26	SARLA SHANTILAL SHAH		404 RAHEJA HAVEN PRANANJALI N.S. ROAD NO. 10 NEAR IOB BANK JVPD SCHEME JUHU MUMBAI 400049	95361	95361	95361	0	0	0	0	0	Promoters
27	IN3004842 0236985	27	SAKTIPADA JANA		204 LABESHWAR CO OP HSG SOC LTD CHANOD COLONY GIDC VAPI VAPI GUJARAT 396195	5	5	5	0	0	0	0	0	Public
28	130167000 0770568	28	TRIVEDI BEENABEN H		264/B, KALPANA SOCIETY OPP. FIRE STATION, B/H KAILASH SOCIETY, WAGHODIA ROAD VADODARA 390019	1	1	1	0	0	0	0	0	Public
29	IN3029024 9774844	29	PREMNATH R		1 42 REDDIYAR STREET KONDUR VILLAGE AND POST VILLUPURAM	100	100	100	0	0	0	0	0	Public
30	IN3061149 0109668	30	JEHANGIR ROHINTON BATIWALA		TAMILNADU INDIA 605106 STATE BANK OF INDIA, HILL VIEW SOC, 1ST FLOOR, FLT 7, GAUTHAN, SANTAWADI, ANDHERI WEST, MUMBAI 400058	5	5	5	0	0	0	0	0	Public



Sunil Dedhia

31	IN3061149 0067222	31	ROHINTON FRAMROZE BATIWALA	STATE BANK OF INDIA HILL VIEW SOC, 1ST FLR, FLAT NO 7, GAUTHAN, SANTAWADI, ANDHERI (WEST), MUMBAI 400058	5	5	5	0	0	0	0	0	0	0	Public
32	IN3018541 0100064	32	CHANDRAKANT VALLABHAJI GOGRI	1801, RICHMOND TOWER CLIFF AVENUE, HIRANANDANI GARDEN NEAR HIRANANDANI SCHOOL, POWAI MUMBAI 400076	3176578	3176578	3176578	0	0	0	0	0	0	0	Promoters
33	IN3018541 0108510	33	JAYA CHANDRAKANT GOGRI	1801, 18TH FLOOR, RICHMOND CLIFF AVENUE, NR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI, MUMBAI 400076	493294	493294	493294	0	0	0	0	0	0	0	Promoters
34	IN3018541 0108761	34	JAYA CHANDRAKANT GOGRI	1801, 18TH FLOOR, RICHMOND CLIFF AVENUE, HIRANANDANI GARDEN NR. HIRANANDANI SCHOOL POWAI, MUMBAI 400076	1200	1200	1200	0	0	0	0	0	0	0	Promoters
35	IN3004841 6779206	35	HEENA BHATIA	SHANTILAL SHAH H NO 1079 SECTOR 15 FARIDABAD HARYANA FARIDABAD HARYANA 121007	22001	22001	22001	0	0	0	0	0	0	0	Promoters
36	IN3029024 3037046	36	HEMANG NATVARLAL NAIK	603 TAPOVAN APARTMENT NEAR VAPI TOWN POST OFFICE KACHIGAM ROAD VAPI GUJARAT 396191	55	55	55	0	0	0	0	0	0	0	Public
37	IN3018541 0111855	37	RASHESH CHANDRAKANT GOGRI	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	1391999	1391999	1391999	0	0	0	0	0	0	0	Promoters
38	IN3018541 0111847	38	RASHESH CHANDRAKANT GOGRI	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI IIT POWAI, MUMBAI 400076	1329184	1329184	1329184	0	0	0	0	0	0	0	Promoters
39	IN3018541 0108536	39	RASHESH CHANDRAKANT GOGRI	1802, RICHMOND, CLIFF AVENUE NR. HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	784085	784085	784085	0	0	0	0	0	0	0	Promoters



40	IN3018541 0100056	40	RASHESH CHANDRAKANT GOGRI	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	715192	715192	715192	0	0	0	0	0	0	Promoters
41	IN3041581 0007194	41	RASHESH CHANDRAKANT GOGRI	1802 RICHMOND CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDENS POWAI MUMBAI 400076	649602	649602	649602	0	0	0	0	0	0	Promoters
42	IN3018541 0100193	42	RASHESH CHANDRAKANT GOGRI	1802, RICHMOND, CLIFF AVENUE NEAR HIRANANDANI SCHOOL HIRANANDANI GARDEN, POWAI MUMBAI 400076	464342	464342	464342	0	0	0	0	0	0	Promoters
43	IN3004764 3563840	43	NIKHIL HOLDINGS PRIVATE LIMITED	CHANDRAKANT A 1403 RUNWAL HEIGHTS LBS MARG MULUND WEST OPP NIRMAL LIFE STYLE MALL MUMBAI MAHARASHTRA 400080	364302	364302	364302	0	0	0	0	0	0	Corporate Bodies (Promoter Co)
44	IN3018541 0101426	44	GOGRI FINSERV PVT. LTD.	RASHESH GOGRI	264105	264105	264105	0	0	0	0	0	0	Corporate Bodies (Promoter Co)
45	IN3035591 0026502	45	Shantilal Tejshi Shah HUF	404 Raheja Haven Prananjali 21/22 Ashok Nagar Society N S Road No 10 Near IOB Bank JVPD Scheme Juhu Mumbai 400049	369141	369141	369141	0	0	0	0	0	0	Promoters
46	130167000 0688192	46	HIMANSHU A TRIVEDI	264/B KALPANA SOC OPP FIRE STATION B/H KAILASH SOC. WAGHODIA RD VADODARA 390019	1	1	1	0	0	0	0	0	0	Public
47	IN3018541 0112190	47	SASWAT TRUSTEESHIP PRIVATE LIMITED	RASHESH GOGRI	500000	500000	500000	0	0	0	0	0	0	Corporate Bodies (Promoter Co)
48	IN3035591 0011086	48	Nehal Garewal	H No. C 16 I Floor Geetanjali Enclave New Delhi 110017	992191	992191	992191	0	0	0	0	0	0	Promoters
49	IN3018541 0111935	49	ALCHEMIE FINANCIAL SERVICES LIMITED	RASHESH GOARI	673006	673006	673006	0	0	0	0	0	0	Corporate Bodies (Promoter Co)



Suniti Dedhia

50	IN3004841 3766277	50	SHANTILAL TEJSHI SHAH	404 RAHEJA HAVEN PRANANJALI 21/22 ASHOK NAGAR SOCIETY N S ROAD NO 10 NEAR IOB BANK JVPD SCHEME JUHU MUMBAI 400049	320398	320398	320398	320398	0	0	0	0	0	Promoters
51	IN3007491 0135853	51	MADHU SUBASH TALWAR	FLAT NO. E-4, BLOCK NO1, MIRA MANSION CO-OP HSG SOCIETY LTD, SION (WEST), MUMBAI 400022	8845	8845	8845	8845	0	0	0	0	0	Public
52	IN3007491 0131235	52	SUBASH CHUNILAL TALWAR	FLAT NO.205, 2ND FLOOR, SUNDARAM BLDG. SION CIRCLE, MUMBAI 400022	20	20	20	20	0	0	0	0	0	Public
53	IN3035591 0011078	53	Bhavna Shah Laika	SHANTILAL SHAH Mayur, 8th N S Road JVPD Scheme Juhu Mumbai 400049	942273	942273	942273	942273	0	0	0	0	0	Promoters
				Total	0	29580601	29580601	29580601	0	0	0	0	0	
				Total Count	53	53	53	53	0	0	0	0	0	

For **SUNIL M. DEDHIA & Co.**

Company Secretaries

Sunil Dedhia
09/02/2018

(SUNIL M. DEDHIA)

Proprietor

FCS No. 3483



For **AARTI INDUSTRIES LTD.**

Sogankar
Vice Chairman / Managing Director

CONSOLIDATED SCRUTINIZER'S REPORT

**FOR POSTAL BALLOT, E-VOTING & POLL OF
AARTI INDUSTRIES LIMITED**

[Pursuant to Sections 108, 109 and 110 of the Companies Act, 2013 and Rules 20.21 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

**The Chairperson - NCLT convened Meeting of the Equity Shareholders,
Aarti Industries Limited (CIN:L24110GJ1984PLC007301)**

Plot Nos. 801, 801/23,
GIDC Estate, Phase III,
Vapi, Gujarat- 396195.

Sub: Consolidated Report on the results of Voting conducted through Postal Ballot, Remote Electronic Voting and the Poll conducted at the Meeting of Equity Shareholders of Aarti Industries Limited convened by the Hon'ble National Company Law Tribunal, Ahmedabad Bench on Friday, the 08th February, 2019 at 11.30 A.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195 vide NCLT Order dated January 04, 2019 in Company Scheme Application No. 153 of 2018.

Dear Sir,

In terms of the appointment letter dated January 04, 2019 and as per the directions issued by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') vide its order dated January 04, 2019 in the Company Scheme application number 153 of 2018, I, Sunil M. Dedhia, Practicing Company Secretary (Membership No. 3483 and CP No. 2031), having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as the Scrutinizer for the purpose of scrutinizing the Physical Postal ballot Form(s) and Remote E-Voting which commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST) on the Resolution proposed in the Notice dated January 04, 2019 and the physical Poll conducted at the NCLT convened meeting of the Equity Shareholders of the Company, held on Friday, 08th day of February, 2019 at 11:30 P.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195.

The compliance with the provisions of the Companies Act, 2013, Rules made thereunder, applicable NCLT rules and NCLT Order dated January 04, 2019, relating to voting through Postal Ballot, Electronic means and voting by Poll at the meeting by the equity shareholders on the resolution proposed in the Notice dated January 04, 2019, is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting is conducted in a

Sunil Dedhia



fair and transparent manner and render scrutinizer's report of the total votes cast "in favour" or "against" on the Resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and physical counting of votes tendered by way of Ballot papers and Poll papers.

Pursuant to Sections 108, 109 and 110 of the Companies Act, 2013 read with Rules 20, 21 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and as per directions issued by NCLT, the Company had provided Remote E-Voting facility through Central Depository Services (India) Limited (CDSL) and also the facility of physical voting by way of Postal Ballot and on Poll at the NCLT Convened meeting.

The Remote E-Voting and Voting by way of Postal Ballot, by the Equity Shareholders of the Company as at cut-off date viz. December 28, 2018, commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST).

Additionally, the Equity Shareholders of the Company as at the cut-off date viz. December 28, 2018, who had not voted either by way of remote E-Voting or Postal Ballot earlier, were allowed to vote by way of Poll at the NCLT Convened Meeting.

I hereby submit my consolidated report as hereunder:

1. The Company completed the dispatch of the Notice Convening the Meeting dated January 4, 2019 along with enclosures thereto including Attendance Slip and Proxy Form to Shareholders of the Company as on the cut-off date viz. December 28, 2018, through Physical Mode via courier, on January 5, 2019.
2. In pursuance of directions issued by NCLT vide its Order dated January 04, 2019, the Company published newspaper advertisements intimating the calling of the NCLT Convened meeting and dispatch of Notice in English in 'Business Standard' dated January 8, 2019 and in Gujarati in 'Gujarat Samachar' dated January 8, 2019, both having circulation in Ahmedabad.
3. As per the provisions of the Companies Act, 2013 read with Rules 20, 21 and 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 ('Listing Regulations'), the Company had provided the shareholders of the Company holding shares on the cut-off date viz. December 28, 2018 the facility of casting votes electronically through remote E-Voting, physical voting through Postal Ballot and also voting physically at the NCLT Convened Meeting by means of Poll.

The facility of remote electronic voting and voting by way of Postal Ballot was provided by the Company to the eligible shareholders from Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST).

Sunil Dedhia



4. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, I unblocked the E-Voting Results on CDSL's Website on February 8, 2019 in the presence of Mrs. Manisha R. Wakchaure and Ms. Sailee Patil, who are not in the employment of the Company.
5. At the NCLT Convened Meeting of the Shareholders of the Company held on January 04, 2019, the Chairperson of the Meeting announced conducting of Poll to facilitate the eligible members present in the meeting, who could not participate in the remote E-Voting and also did not cast their votes through Postal Ballot, to record their votes through the Poll process. The Hon'ble NCLT had appointed me as the Scrutinizer for the same.
6. The votes casted through Postal Ballot and Poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.
7. Particulars of all Physical Postal Ballot Forms received from the shareholders, votes casted by Poll at the meeting and votes casted through electronic means have been maintained in a separate registers in electronic mode.
8. We have relied on information provided by M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent ('RTA') of the Company in relation to details regarding number of shares held and signature of shareholders.
9. I hereby report that 251(Two hundred & fifty-one) Equity Shareholders holding in aggregate 2,10,15,333 Equity shares availed E-voting facility and voted for 2,09,84,515 Equity shares to cast votes on the Resolution proposed in the Notice calling the Meeting of the Equity Shareholders of the Company.

I further report that 64 (Sixty Four) Equity Shareholders on cut off date holding in aggregate 42,725 Equity shares casted votes by way of Postal Ballot out of which 7(Seven) Postal Ballots were regarded as invalid for aggregate 3,161 Equity Shares and 53(Fifty) Equity Shareholders on cut off date holding in aggregate 2,95,80,601 Equity Shares voted on Poll at the meeting.

None of the votes casted by Remote E-voting was regarded as invalid.

10. Based on the reports generated from the E-Voting system provided by CDSL and votes casted through Postal Ballot and votes casted on Poll on the following resolution, I submit the consolidated results of E-Voting, Postal Ballot and Poll as under:

Resolution for approving Composite Scheme of Arrangement pursuant Section 230 read with Section to 232 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Companies Act, 2013, of Aarti Industries Limited, ("Demerged Company A"/ "Resultant Company B"), Arti Surfactants Limited ("Resultant Company A") and Nascent Chemical Industries Limited ("Demerged Company B") and their respective Shareholders and Creditors.

Sunil Dedhia



Consolidated summary of total votes casted on the Resolution:

Mode	Number of Member s/ Ballots voted	Number of Equity Shares voted	FAVOUR		AGAINST		INVALID	
			Number of Members / Ballots voted	Number of Equity Shares voted	Number of Members / Ballots voted	Number of Equity Shares voted	Number of Members / Ballots voted	Number of Equity Shares voted
1	2	3	4	5	6	7	8	9
E-Voting	251	20984515	246	20978753	5	5762	0	0
Postal Ballot	64	42725	56	19470	1	20094	7	3161
Poll	53	29580601	53	29580601	0	0	0	0
Total	368	50607841	355	50578824	6	25856	7	3161
% of Total of Valid votes			98.34	99.95	1.66	0.05	0	0

Based on the above, the Resolution stands passed under Postal Ballot, E-Voting and Poll, with the requisite majority.

I have issued separate Scrutinizer's Reports dated February 9, 2019 on Remote E-Voting and Postal Ballot (Annexure 1) and on the Poll in Form MGT-13 (Annexure 2) attached herewith.

You are requested to declare the said result accordingly.

Thanking you,

Yours faithfully,
For Sunil M. Dedhia & Co.

Sunil Dedhia

CS Sunil M. Dedhia
Proprietor
FCS No. 3483 C.P. No. 2031
Place: Mumbai
Date: February 9, 2019



For AARTI INDUSTRIES LTD.

Gogri
Vice Chairman/Managing Director

Countersigned by Mr. Rashesh C. Gogri
Chairperson appointed for NCLT Convened
Meeting of AARTI INDUSTRIES LIMITED

CONSOLIDATED SCRUTINIZER'S REPORT

**FOR POSTAL BALLOT, E-VOTING & POLL OF
AARTI INDUSTRIES LIMITED - PUBLIC SHAREHOLDERS**

[Pursuant to Sections 108, 109 and 110 of the Companies Act, 2013 and Rules 20, 21 and 22 of the Companies (Management and Administration) Rules, 2014 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017]

To,
**The Chairperson - NCLT convened Meeting of the Equity Shareholders,
Aarti Industries Limited** (CIN:L24110GJ1984PLC007301)

Plot Nos. 801, 801/23,
GIDC Estate, Phase III,
Vapi, Gujarat- 396195.

Sub: Consolidated Report on the results of Voting by Public Shareholders through Postal Ballot, Remote Electronic Voting and the Poll conducted at the Meeting of Equity Shareholders of Aarti Industries Limited convened by the Hon'ble National Company Law Tribunal, Ahmedabad Bench on Friday, 08th February, 2019 at 11.30 A.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195 vide NCLT Order dated January 04, 2019 in Company Scheme Application No. 153 of 2018.

Dear Sir,

In terms of the appointment letter dated January 04, 2019 and as per the directions issued by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') vide its order dated January 04, 2019 in the Company Scheme application number 153 of 2018, I, Sunil M. Dedhia, Practicing Company Secretary (Membership No. 3483 and CP No. 2031), having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as the Scrutinizer for the purpose of scrutinizing the Physical Postal ballot Form(s) and Remote E-Voting which commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST) on the Resolution proposed in the Notice dated January 04, 2019 and the physical Poll conducted at the NCLT convened meeting of the Equity Shareholders of the Company, held on Friday, 08th day of February, 2019 at 11:30 P.M. at Plot Nos. 801, 801/23, GIDC Estate, Phase III, Vapi, Gujarat- 396195.

The compliance with the provisions of the Companies Act, 2013, Rules made thereunder, applicable NCLT rules and NCLT Order dated January 04, 2019, relating to voting through Postal Ballot, Electronic means and voting by Poll at the meeting by the equity shareholders on the resolution proposed in the Notice dated January 04, 2019, is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting is conducted in a

Sunil Dedhia



fair and transparent manner and render scrutinizer's report of the total votes cast "in favour" or "against" on the Resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and physical counting of votes tendered by way of Ballot papers and Poll papers.

Pursuant to Sections 108, 109 and 110 of the Companies Act, 2013 read with Rules 20, 21 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and as per directions issued by NCLT, the Company had provided Remote E-Voting facility through Central Depository Services (India) Limited (CDSL) and also the facility of physical voting by way of Postal Ballot and on Poll at the NCLT Convened meeting.

The Remote E-Voting and Voting by way of Postal Ballot, by the Equity Shareholders of the Company as at cut-off date viz. December 28, 2018, commenced on Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST).

Additionally, the Equity Shareholders of the Company as at the cut-off date viz. December 28, 2018, who had not voted either by way of remote E-Voting or Postal Ballot earlier, were allowed to vote by way of Poll at the NCLT Convened Meeting.

I hereby submit my consolidated report in respect of **Public Shareholders** as hereunder:

1. The Company completed the dispatch of the Notice Convening the Meeting dated January 4, 2019 along with enclosures thereto including Attendance Slip and Proxy Form to Shareholders of the Company as on the cut-off date viz. December 28, 2018, through Physical Mode via courier, on January 5, 2019.
2. In pursuance of directions issued by NCLT vide its Order dated January 04, 2019, the Company published newspaper advertisements intimating the calling of the NCLT Convened meeting and dispatch of Notice in English in 'Business Standard' dated January 8, 2019 and in Gujarati in 'Gujarat Samachar' dated January 8, 2019, both having circulation in Ahmedabad.
3. As per the provisions of the Companies Act, 2013 read with Rules 20, 21 and 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 ('Listing Regulations'), the Company had provided the shareholders of the Company holding shares on the cut-off date viz. December 28, 2018 the facility of casting votes electronically through remote E-Voting, physical voting through Postal Ballot and also voting physically at the NCLT Convened Meeting by means of Poll.

The facility of remote electronic voting and voting by way of Postal Ballot was provided by the Company to the eligible shareholders from Wednesday, January 09, 2019, at 9.00 A.M. (IST) and ended on Thursday, February 07, 2019 at 5.00 P.M. (IST).

Sunil Dedhia



4. Pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014, I unblocked the E-Voting Results on CDSL's Website on February 8, 2019 in the presence of Mrs. Manisha R. Wakchaure and Ms. Sailee Patil, who are not in the employment of the Company.
5. At the NCLT Convened Meeting of the Shareholders of the Company held on January 04, 2019, the Chairperson of the Meeting announced conducting of Poll to facilitate the eligible members present in the meeting, who could not participate in the remote E-Voting and also did not cast their votes through Postal Ballot, to record their votes through the Poll process. The Hon'ble NCLT had appointed me as the Scrutinizer for the same.
6. The votes casted through Postal Ballot and Poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.
7. Particulars of all Physical Postal Ballot Forms received from the shareholders, votes casted by Poll at the meeting and votes casted through electronic means have been maintained in a separate registers in electronic mode.
8. We have relied on information provided by M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent ('RTA') of the Company in relation to details regarding number of shares held and signature of shareholders.
9. I hereby report that 251(Two hundred & fifty-one) Public Shareholders holding in aggregate 2,10,15,333 Equity shares availed E-voting facility and voted for 2,09,84,515 Equity shares to cast votes on the Resolution proposed in the Notice calling the Meeting of the Equity Shareholders of the Company.

I further report that 64 (Sixty Four) Public Shareholders on cut off date holding in aggregate 42,725 Equity shares casted votes by way of Postal Ballot out of which 7(Seven) Postal Ballots were regarded as invalid for aggregate 3,161 Equity Shares and 10(Ten) Public Shareholders on cut off date holding in aggregate 9,382 Equity Shares voted on Poll at the meeting.

None of the votes casted by Remote E-voting was regarded as invalid. **None of the Promoters or Promoter Group Shareholders voted through Remote E-Voting or Postal Ballot.**

10. Based on the reports generated from the E-Voting system provided by CDSL and votes casted through Postal Ballot and votes casted on Poll on the following resolution, I submit the consolidated results of voting by E-Voting, Postal Ballot and Poll by Public Shareholders as under:

Sunil Dedhia



Resolution for approving Composite Scheme of Arrangement pursuant Section 230 read with Section to 232 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Companies Act, 2013, of Aarti Industries Limited, ("Demerged Company A/ "Resultant Company B"), Arti Surfactants Limited ("Resultant Company A") and Nascent Chemical Industries Limited, ("Demerged Company B") and their respective Shareholders and Creditors:

Consolidated summary of total votes casted on the Resolution:

Date of the NCLT Convened Meeting	February 08, 2019
Total number of Equity Shareholders as on Cut-off date December 28, 2018	29,283
No. of Shareholders present in the meeting either in person or through proxy	
-Promoters and Promoters Group	43
-Public	22
No. of shareholders attended through Video Conferencing	
-Promoters and Promoters Group	N.A.
-Public	N.A.

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	Remote E-Voting	42873963	None of the Promoters or Promoter Group Shareholders voted through Remote E-Voting or Postal Ballot.							
	Postal Ballot									
	Poll									
	Total								Votes by Promoters and Promoter Group Shareholders have not been considered for this Report on Result of Voting by Public Shareholders.	
Public-Institutional holders	Remote E-Voting	15295249	13267348	86.7416	13267348	0	100.00	0		
	Postal Ballot		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Total		13267348	86.7416	13267348	0	100.00			
Public-Non Institutional Others	Remote E-Voting	23130788	7717167	33.3632	7711405	5762	99.9253	0.0747		
	Postal Ballot		39564	0.1710	19470	20094	49.2114	50.7886		
	Poll		9382	0.0406	9382	0	100.00	0		
	Total		7766113	33.5748	7740257	25856	99.6671	0.3329		
Total		81300000	21033461	54.7375	21007605	25856	99.8771	0.1229		

Based on the above, the Resolution stands passed under Postal Ballot, E-Voting and Poll, with the requisite majority by the Public Shareholders.

Sunil Dedhia



Sunil M. Dedhia & Co.

Continuation Sheet

Lists of **Public Shareholders** who voted "FOR", "AGAINST" and those whose votes were declared invalid in respect of the E-Voting, Postal Ballot and on Poll are enclosed.

I have also issued a separate Consolidated Scrutinizer's Reports dated February 9, 2019 on Voting **by all the Shareholders including Promoters and promoter Group** through Remote E-Voting and Postal Ballot (Annexure 1) and on the Poll in the above matter.

Thanking you,

Yours faithfully,

For Sunil M. Dedhia & Co.

Sunil Dedhia

CS Sunil M. Dedhia

Proprietor

FCS No. 3483 C.P. No. 2031

Place: Mumbai

Date: February 9, 2019



For AARTI INDUSTRIES' LTD.

Rashesh C. Gogri
Vice Chairman/Managing Director

Countersigned by Mr. Rashesh C. Gogri
Chairperson appointed for NCLT Convened
Meeting of AARTI INDUSTRIES LIMITED