

Gauri Balankhe
Practicing Company Secretary

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Date: 24th September 2020

To,
The Board of Directors,
Sika Interplant Systems Limited
No.3, Gangadhar Chetty Road
Bangalore KA 560042 IN

Dear Sirs,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the 34th Annual General Meeting of your Company held on Thursday, 24th September, 2020 through Two way Video Conferencing (VC) / Other Audio Visual Means (OAVM).

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Gauri Balankhe
Practising Company Secretary
Membership No: FCS 7786
C.P No: 8588
UDIN: F007786B000765391

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)

Name of the Company	SIKA INTERPLANT SYSTEMS LIMITED
Meeting	34th Annual General Meeting
Day, Date & Time	Thursday, 24th September, 2020 at 10:00 A.M
Deemed Venue	Registered office of the Company
Mode	Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 34th Annual General Meeting ("AGM") of SIKA INTERPLANT SYSTEMS LIMITED (hereinafter referred to as the Company) scheduled on Thursday, 24th September, 2020 held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

- a) Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs and Securities Exchange Board of India (SEBI) Circular dated 12th May, 2020, advertisement was published in leading newspaper including regional language specifying the date and time of the Annual General Meeting, availability of the notice on Company's website www.sikaglobal.com and website of the Stock Exchange, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the Annual General Meeting etc.
- b) The Company hosted the notice of Annual General Meeting on its website www.sikaglobal.com, website of the agency providing the platform for remote e-voting and e-voting during the Annual General Meeting and also intimated the same to BSE Limited and CDSL on 3rd September, 2020
- c) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Integrated Registry Management Services Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on 3rd September, 2020, by E-mail to the

Members who had already registered their email ids with the Company / Depositories and no more Members registered their email ids pursuant to aforesaid advertisement(s) published by the Company.

3. Cut-off date

The Equity shareholders holding shares as on 04th September 2020 "cut-off date", were entitled to vote on the resolution stated in the Notice of the 34th Annual General Meeting of the Company.

4. Remote e-voting Process:

A. Agency

The Company appointed Central Depository Services Limited (CDSL) as the agency for providing the platform for remote e-voting and e-voting in the Annual General meeting.

B. Remote e-voting period:

Remote e-voting platform was opened from Monday, 21st September 2020 09:00 a.m (IST) and ends on Thursday, 24th September 2020 at the Conclusion of Annual General Meeting.

5. Voting at the AGM

A. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting to only such details relating to Members who have cast their votes through remote e-voting, such as their names, Beneficiary ID, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

B. Accordingly, CDSL (Central Depository Services (India) Limited) the remote e-voting agency provided us with the names. DP ID, Beneficiary ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process

A. On completion of e-voting during the Annual General Meeting, we unblocked the results of the remote e-voting and e-voting by members at the Meeting On the CDSL (Central Depository Services (India) Limited) e-voting platform and downloaded the results.

7. Results

A. We observed that:

- a. 0 Members had cast their votes through e-voting during the AGM;
- b. 66 Members had cast their votes through remote e-voting.

B. Consolidated results with respect to each item on the agenda as set out in the Notice of the Annual General Meeting dated 24th September 2020 is enclosed herewith.

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- C. Based on the aforesaid results, we report that all the Resolutions as set out in the Notice of the Annual General Meeting dated Thursday, 24th September, 2020 have been passed with the requisite majority.

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Membership No: FCS 7786
C.P No: 8588
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CONSOLIDATED RESULTS

Item No-1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31st March 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Remote e-voting		voting at the AGM		Total		Percentage (%)
	Number of shares	No of Votes	Number of shares	No of Votes	Number of shares	No of Votes	
Assent	3134073	38	0	0	3134073	38	99.998
Dissent	47	28	0	0	47	28	00.002
Total	3134120	66	0	0	3134120	66	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated Thursday, 24th September, 2020 has been passed with requisite majority.

Item No-2: Ordinary Resolution

To declare dividend on equity shares for the financial year ended 31st March 2020

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of shares	No of Votes	Number of shares	No of Votes	Number of shares	No of Votes	
Assent	3134073	38	0	0	3134073	38	99.998
Dissent	47	28	0	0	47	28	00.002
Total	3134120	66	0	0	3134120	66	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated Thursday, 24th September, 2020 has been passed with requisite majority.

Item No-3: Ordinary Resolution

To appoint a Director in place of Mr. Kunal Sikka (DIN: 05240807), who retires by rotation and, being eligible, offers himself for re-appointment.

The consent of the Shareholders for re-appointment of Mr. Kunal Sikka (DIN: 05240807) as a Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of shares	No of Votes	Number of shares	No of Votes	Number of shares	No of Votes	
Assent	3134073	38	0	0	3134073	38	99.998
Dissent	47	28	0	0	47	28	00.002
Total	3134120	66	0	0	3134120	66	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated Thursday, 24th September, 2020 has been passed with requisite majority.

Item No-4: Special Resolution

Re-appointment of Mr. Kunal Sikka (DIN: 05240807) as a Whole Time Director of the Company for the period of one year from 1st October 2020 to 30th September 2021.

The consent of the Shareholders for Re-appointment of Mr. Kunal Sikka (DIN: 05240807) as Whole Time Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of shares	No of Votes	Number of shares	No of Votes	Number of shares	No of Votes	
Assent	3134073	38	0	0	3134073	38	99.998
Dissent	47	28	0	0	47	28	00.002
Total	3134120	66	0	0	3134120	66	100

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 4 of the Notice of the AGM dated Thursday, 24th September, 2020 has been passed with requisite majority.

Item No-5: Special Resolution

Approval to increase the borrowing power of the company from existing Rs. 25 Crore which was authorized to the Board on 20th Annual General Meeting held on 29th September 2006, upto Rs.100 Crore.

The consent of the Shareholders for increasing the borrowing power of the Company from existing Rs. 25 Crore upto Rs.100 Crore.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of shares	No of Votes	Number of shares	No of Votes	Number of shares	No of Votes	
Assent	3134073	38	0	0	3134073	38	99.998
Dissent	47	28	0	0	47	28	00.002
Total	3134120	66	0	0	3134120	66	100

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM dated Thursday, 24th September, 2020 has been passed with requisite majority.

Gauri Balankhe

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