

Report of Scrutinizer

To,
Chairman
SHIRPUR GOLD REFINERY LIMITED
Refinery Site,
Shirpur, Dist. Dule,
Dhulia-425405
Maharashtra.

Dear Sir,

Sub:Scrutinizer's Report on Remote E- voting and Poll

I, K. C. Nevatia, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of **SHIRPUR GOLD REFINERY LIMITED** ("the company") for the purpose of:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act,2013 ("Act") read with Rule 20 of the Companies (Management and administration) Rules and
- ii. Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on Saturday, 29th September,2018 at 2:00 p.m. at the Registered office of the Company at Refinery Site, Shirpur, Dist. Dule,Dhulia-425405, submit our report as under:
 1. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately details of which are as under:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. The result of remote E- voting and Poll is as under:



2. The result of remote E- voting and Poll is as under:

RESOLUTION NO. 1 - ORDINARY RESOLUTION

Adoption of the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March, 2018 including the Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 2 ORDINARY RESOLUTION

To re-appoint M/s. B. S. Sharma and Co., Chartered Accountants, Mumbai, having Firm Registration No. 128249W, as the Statutory Auditors of the Company to carry out Statutory Audit for the Financial Year 2018-19, at a remuneration to be determined by the Board of Directors of the Company

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 3 ORDINARY RESOLUTION

To appoint Mr. Mukund Galgali (DIN 01998552) as Director of the Company, liable to retire by rotation

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 4 ORDINARY RESOLUTION

To appoint Mr. Dinesh Kanodia(DIN 01563828) as Director of the Company, liable to retire by rotation

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 5 SPECIALRESOLUTION

To re-appoint Mr. AnishGoel(DIN 00552332) for the second term as Independent Director of the Company, not liable to retire by rotation for a period of five years from April 1, 2019 until March 31, 2024.

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 6 SPECIALRESOLUTION

To re-appoint Mr. ManojAgrawal(DIN 00773999) for the second term as Independent Director of the Company, not liable to retire by rotation for a period of five years from April 1, 2019 until March 31, 2024

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



RESOLUTION NO. 7 SPECIALRESOLUTION

To re-appoint Mr.SubhashPareek as the Manager of the Company for a period of three(3) years with effect from 5th November, 2018 upon the terms and conditions, including remuneration, as approved by the Nomination and Remuneration Committee of the Board of Directors

Promoter/ Public	No. of Shares held (1)	No. of Votes cast (2)	% of Votes cast on Outstanding shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes cast (6)=(4)/(2) *100	% of Votes Against on Votes cast (7)=(5)/(2) *100
Mode of Voting : (Remote E-voting)							
Promoter and Promoter Group	21185703	21185703	100.0000	21185703	0.0000	100.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	20859	0.3449	20859	0.0000	100.0000	0.0000
TOTAL (A)	29137202	21206562	72.7817	21206562	0.0000	100.0000	0.0000
Mode of Voting : (Poll)							
Promoter and Promoter Group	21185703	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - Institutional holders	1903677	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public - other	6047822	10533	0.1742	10533	0.0000	100.0000	0.0000
TOTAL (B)	29137202	10533	0.0361	10533	0.0000	100.0000	0.0000
RESULT (A + B)	29137202	21217095	72.8179	21217095	0.0000	100.0000	0.0000

Resolution passed unanimously.



3. A list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.
4. This report alongwith the poll papers and all other relevant records were handed over to Ms. Kavita Kapahi, Independent Director of the Company.

Thanking you,

Yours faithfully,

For K.C. NEVATIA & ASSOCIATES
COMPANY SECRETARIES

PLACE: MUMBAI

DATE : 29TH SEPTEMBER, 2018



A handwritten signature in blue ink, appearing to read "K.C. Nevatia".

K.C.NEVATIA
Proprietor
C.P. No. 2348