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**Scrutinizer's Report**

**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies  
(Management and Administration) Rules, 2014]**

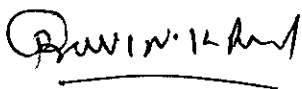
To,  
The Chairman of 24<sup>th</sup> Annual General Meeting of the members of  
Dyemic Products Limited (the Company) to be held on the 11<sup>th</sup> day of September, 2014 at The White  
Leaf Hotel, 10/2, Opposite The Grand Bhagwati, S.G. Road, Bodakdev, Ahmedabad – 380054

Dear Sir,

1. I, Rajesh Shah, a Chartered Accountant in practice, have been appointed by the Board of Directors of Dyemic Products Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on the 11<sup>th</sup> day of September, 2014 at The White Leaf Hotel, 10/2, Opposite The Grand Bhagwati, S.G. Road, Bodakdev, Ahmedabad – 380054.
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 in the resolutions contained in the Notice to the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under :-
  - i. The e-voting period remained open from Wednesday, 3<sup>rd</sup> September, 2014 (9.00 a.m.) to Friday, 5<sup>th</sup> September, 2014 (6.00 p.m.)
  - ii. The members of the Company as on the "cut-off" date i.e. 8<sup>th</sup> August, 2014 were entitled to vote on the resolutions (items no. 1 to 13 as set out in the notice of the 24<sup>th</sup> AGM of the Company)



iii. The votes cast were unblocked on 6<sup>th</sup> September, 2014 in the presence of 2 witnesses, Mr. Pravin K Panchal and Mr. Mahendra M Gohil who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



**Name : Pravin K Panchal**

**Name : Mahendra M Gohil**

iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL),  
i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the e-voting is as under :-

**Item No. 1 :-**

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2014.

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

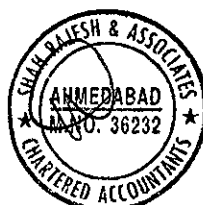
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
61	5147214	99.9996

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



**Item No. 2 :-**

Ordinary Resolution to declare a dividend on equity shares.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
61	5147214	99.9998

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	10	0.0002

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 3 :-**

Ordinary Resolution to appoint a Director in place of ShriDashrathbhai P. Patel (DIN :00008160), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
56	3574609	99.9994

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0006



(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 4 :-**

Ordinary Resolution to appoint M/s Shah Rajesh & Associates, Chartered Accountants as Auditors and fixing 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 (Favour and Against)
61	5147214	99.9998

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	10	0.0002

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 5 :-**

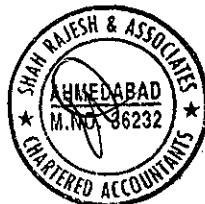
Ordinary Resolution to appoint Mr. Jagdish S. Shah (DIN : 00037826) as an Independent Director.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004



(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 6 :-**

Ordinary Resolution to appoint Mr. Ashish R. Joshi (DIN : 03373074) 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 (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 7 :-**

Ordinary Resolution to appoint Mr. Shankarlal B. Mundra (DIN : 00388204) 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 (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004



(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 8 :-**

Ordinary Resolution to appoint Mr. Vishnubhai G. Patel (DIN : 00270413) 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 (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 9 :-**

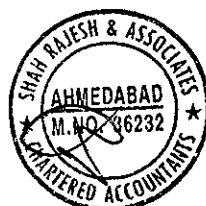
Special Resolution to authorize to borrow under Section 180(1) (c) of the Companies Act, 2013.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004



(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 10 :-**

Special Resolution to authorize to borrow 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 (Favour and Against)
61	5147214	99.9996

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 11 :-**

Special Resolution to authorize to enter into transactions with related parties under Section 188(1) 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 (Favour and Against)
40	1009959	99.9832

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	170	0.0168



**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 12 :-**

Ordinary Resolution to authorize Board to invite unsecured deposits from members under Section 73 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 (Favour and Against)
61	5147214	99.9996

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	20	0.0004

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 13 :-**

Ordinary Resolution to amend the terms and conditions of appointment of Managing Director, ShriBhagwandas K. Patel.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
50	3473263	99.9951

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	170	0.0049





**SHAH RAJESH & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

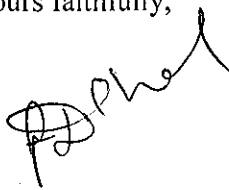
Phone : 40096285, (M) 9426006285

C-113-B, Ganesh Meridian,  
Opp. Kargil Petrol Pump,  
Nr. Gujarat High Court,  
S. G. Road, Ahmedabad -380060  
E-mail- rajeshs61@yahoo.co.in

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

I thank you,  
Yours faithfully,



Place : Ahmedabad  
Date : 10/09/2014