

A. SEKAR

B.COM, FCMA, ACS, LLB (GEN)
COMPANY SECRETARY

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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
Polygenta Technologies Limited
B-302, Dipti Classic Premises
Suren Road
Andheri East
Mumbai 400 093

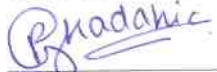
Sir

I, A Sekar, Practising Company Secretary, was appointed as Scrutinizer for the Thirty Second Annual General Meeting of the Equity Shareholders of "POLYGENTA TECHNOLOGIES LIMITED" to be held on Thursday, the 17th July, 2014 at Residency Hotel, Suren Road, Andheri East, Mumbai 400 093 for the purpose of scrutinizing the E voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolution referred to in this report.

I submit my report as under :-

1. The E-voting period remained open from 10.00 A.M. on Thursday, 10th July, 2014 up to 6.00 P.M. on Saturday, 12th July, 2014.
2. The shareholders holding shares as on the "cut off" date ie. 13th June, 2014 were entitled to vote on the proposed 10 (Ten) resolution as mentioned in the notice of the said Thirty Second Annual General Meeting of "Polygenta Technologies Limited".
3. The votes were unblocked on Monday, 14th July, 2014 around 10.00 A.M. in the presence of two witnesses, namely Miss Prachi Kapadia, residing at 501, Gyan Darshan, S.V.P. Road, Shanker Lane, Kandivali West, Mumbai 400 067 and Mr. Sunil Khade, residing at 302, Shree Ganesh Apartment, Near Achole Talao, Acharya Road, Nallasopara East, Thane District 401 209, who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.



(Prachi Kadakia)





(Sunil Khade)

4. Thereafter, the details containing, inter-alia, the list of equity shareholder, who vote "For" and "Against" were downloaded from the E-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>).
5. The result of the e-voting is as under :-

Resolution No. 1 - To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors – Ordinary Resolution

- (i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

- (ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

- (iii) Invalid Votes

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

Resolution No. 2 – Re-appointment of Mr. Fredrik Wijkander, who retires by rotation – Ordinary Resolution

- (i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

- (ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil



(iii) Invalid Votes

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

Resolution No. 3 - Appointment of Auditors and fixing their remuneration – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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

Resolution No. 4 - Appointment of Mr. Anand Dua as Independent Director – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%



(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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

Resolution No. 5 – Appointment of Mr. Ramesh Alur as Director – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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



Resolution No. 6 - Authorising Board for creation of Charge/Mortgage on the Assets of the Company – Special Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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

Resolution No. 7 – Empowering Board of Directors to borrow in excess of Capital and free reserves – Special Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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



*Resolution No. 8 - Approval of offer or invitation to subscribe to NCD on private placement
- Special Resolution*

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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

*Resolution No. 9 - Preferential issue of Compulsory Convertible Preference Shares -
Special Resolution*

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil



(iii) Invalid Votes

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

Resolution No. 10 – Approval of remuneration to Cost Auditors – Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	13525000	100%

(ii) Voted against the resolution

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

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

6. The details of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Thirty Second Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You

Yours faithfully



A. Sekar
Company Secretary
ACS 8649 CP 2450



Place : Mumbai
Dated : 15th July, 2014