

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Amendment Rules 2015)

Dated: 25.09.2019

To,
The Chairman and Managing Director,
Shree Karthik Papers Limited
25, 50 Feet Road
Krishnaswamy Nagar
Ramanahapuram
Coimbatore-641045

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Amendment Rules 2015

I, S. Rengasamy FCS, Practising Company Secretary, Coimbatore was appointed as a Scrutinizer for the 28th Annual General Meeting of the equity shareholders of "**Shree Karthik Papers Limited**" held on 23rd September 2019 at 3.00 p.m. at Sree Annapoorna Kalai Arangam, Dakshin Hall, East Arokiasamy Road, R.S.Puram, Coimbatore-641002. for the purpose of scrutinizing the e-voting process and the Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on the e-voting and Postal Ballot carried out in accordance with the provisions of Section 108 of the Companies Act 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Amendment Rules 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to the shareholders, whose names appeared in the Register of Members as on 30th September 2019 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of "Shree Karthik Papers Limited" (Item No. 1 (One) to 6(Six) of the Notice of the Annual General Meeting of "Shree Karthik Papers Limited". The members holding equity shares as on the cut-off-date i.e. 16th September 2019 were considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off-date is 6515.
2. The E-voting period remained open from 10.00 a.m. on Friday 20th September 2019 upto 5.00 p.m. on Sunday 22nd September 2019.
3. The Chairman at the Annual General Meeting at the end of discussions on the resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the meeting venue to all those members who were present at the meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the meeting, the Ballot boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the company. I thereafter first counted the votes cast at the meeting through these Ballot Forms.

5. The votes cast through e-voting were unblocked on 23rd September 2018 at 7.00 p.m. in the presence of two witnesses namely Mr. N. Srinivasan and Mr. Ramamoorthy, who are not in employment of the company.
6. In tune with the instructions for e-voting sent along with the Notice of the Annual General Meeting dated 30th August 2019 in respect of members who have voted in both modes (i.e. E-voting and Physical ballot form voted at the venue). I have considered only E-voting by not reckoning the voting done through Ballot Form.
7. Two Ballot Forms involving 150 shares which were incomplete and/ or were otherwise defective were treated as invalid.
8. I have collected the votes cast through remote e-voting and votes cast through physical ballot forms at the venue and the same have been furnished hereunder:

VOTING DETAILS – AGM 2019

Resolution	Mode	For			Against		
		No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
1 Ordinary Resolution adoption of the financial statements of the company for the year ended 31st March 2019.	E-Voting	8	14250301	100.000	0	0	0
	Ballot form at the AGM venue	27	3575	100.00	0	0	0
	Total	35	14253876	100.00	0	0	0
2 Appointment of a Director in the place of Smt. Selvambal Sengottu Velu (DIN No. 01740974), who retires by rotation and being eligible offer herself for re-appointment	E-Voting	8	14250301	100.000	0	0	0
	Ballot form at the AGM venue	27	3575	100.00	0	0	0
	Total	35	14253876	100.00	0	0	0
3 Appointment of Statutory Auditor M/s. T.M. Jeyachandran & Co., (Firm Registration No. 012309S) Chartered Accountants, Chennai in the place of casual vacancy caused by the resignation of M/s KS PV & Co., Chartered Accountants, Coimbatore for the period from 30 th August 2019 till the 28 th Annual General Meeting of the company (Ordinary Resolution)	E-Voting	8	14250301	100.000	0	0	0
	Ballot form at the AGM venue	27	3575	100.00	0	0	0
	Total	35	14253876	100.00	0	0	0

CS S. RENGASAMY B.Com., F.C.S., B.G.L., C.A.I.I.B.,

		Practising company Secretary						
4	Appointment of Statutory Auditor M/s. T.M. Jeyachandran & Co., (Firm Registration NO. 012309S) Chartered Accountants, Chennai for a period of 5 years from 28 th Annual General Meeting to 33 rd Annual General Meeting upto 2024 (Ordinary Resolution)	E-Voting	8	14250301	100.000	0	0	0.000
		Ballot form at the AGM venue	27	3575	100.00	0	0	0
		Total	35	14253876	100.00	0	0	0
5	Appointment of Chairman and Managing Director of Sri Muthu Sengottu Velu (DIN No. 0168208) for a period of 5 years from 31.03.2019 to 30.03.2024. (Special resolution)	E-Voting	8	14250301	100.000	0	0	0
		Ballot form at the AGM venue	27	3575	100.00	0	0	0
		Total	35	14253876	100.00	0	0	0
6	Special Resolution to pledge/mortgage of movable and immovable properties and to Create/modify of charge to the bankers for their working capital limit under section 180(1)(a) of the Companies Act 2013.	E-Voting	8	14250301	100.000	0	0	0
		Ballot form at the AGM venue	27	3575	100.00	0	0	0
		Total	35	14253876	100.00	0	0	0

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves, and signs the minutes of 28th Annual General Meeting and thereafter the said records will be handed over to the company for safe custody.

Thanking you,

Yours faithfully



(S. Rengasamy)
Scrutinizer

S. RENGASAMY B.Com., F.C.S., B.G.L., CAIIB
Practising Company Secretary
M.No.3871, C.P.No.9901
Plot No.21, SNV Garden 2nd Street
Ramanathapuram
COIMBATORE 641 036

SLNO	RESOLUTION	Promoter/ Public	1	2	3	4	5	6	7
			No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Ordinary Resolution adoption of the financial statements of the company for the year ended 31st March 2019.	Promoter - E-Voting							
		Promoter - Poll at AGM	14241700		100.000	14241700	0	100.000	
		Promoter - Ballot by Post							
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	-	100.000	-
		Public - Institutions - E-Voting							
		Public - Institutions - Poll at AGM	123100						
		Public - Institutions - Ballot by Post							
		Total (B)	1,23,100						
		Public - Non Institutions - E-Voting							
		Public - Non Institutions - Poll at AGM	4745200						
Public - Non Institutions - Ballot by Post									
Total (C)	47,45,200	12,176	0.213	12,176	-	100.000	-		
Total (A+B+C)	1,91,10,000	1,42,53,876	74.589	1,42,53,876	-	100.000	-		
2	Ordinary Resolution for appointment of a Director in the place of Smt.Selvanthai Selogattu Velu DIN No. 01740924, who retires by rotation and being eligible offer herself for re-appointment	Promoter - E-Voting							
		Promoter - Poll at AGM	14241700		100.000	14241700	0	100.000	
		Promoter - Ballot by Post							
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	-	100.000	-
		Public - Institutions - E-Voting							
		Public - Institutions - Poll at AGM	123100						
		Public - Institutions - Ballot by Post							
		Total (B)	1,23,100						
		Public - Non Institutions - E-Voting							
		Public - Non Institutions - Poll at AGM	4745200						
Public - Non Institutions - Ballot by Post									
Total (C)	47,45,200	12,176	0.211	12,176	-	100.000	-		
Total (A+B+C)	1,91,10,000	1,42,53,876	74.589	1,42,53,876	-	100.000	-		
3	Ordinary Resolution for appointment of Statutory Auditor of M/s. T. M. Jayachandran & Co. (Firm Registration No. 01230951) Chartered Accountants, Chennai in the place of casual vacancy caused by resignation of M/s. K.S.P.V & Co. Chartered Accountants, Chennai for the period	Promoter - E-Voting							
		Promoter - Poll at AGM	14241700		100.000	14241700	0	100.000	
		Promoter - Ballot by Post							
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	-	100.000	-
		Public - Institutions - E-Voting							
		Public - Institutions - Poll at AGM	123100						
		Public - Institutions - Ballot by Post							
		Total (B)	1,23,100						
		Public - Non Institutions - E-Voting							
		Public - Non Institutions - Poll at AGM	4745200						
Public - Non Institutions - Ballot by Post									

Number of votes cast
From 30.08.2019 to 23.09.2019

4	Ordinary Resolution for appointment of Statutory Auditor of M/s T. M. Jayachandaran & Co. (Firm Registration No. 0123095), Chartered Accountants, Chennai for a period of 5 years from 28th AGM to 33rd AGM upto 2024	Promoter - E-Voting	14241700	14241700	100.000	14241700	0	100.000
		Promoter - Poll at AGM						
		Promoter - Ballot by Post	14241700	14241700	100.000	14241700	0	100.000
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	0	100.000
		Public - Institutions - E-Voting	123100					
		Public - Institutions - Poll at AGM						
		Public - Institutions - Ballot by Post						
		Total (B)	1,23,100					
		Public - Non Institutions - E-Voting	4745200		0.129	8601	0	100.000
		Public - Non Institutions - Poll at AGM			0.084	3575	0	100.000
Public - Non Institutions - Ballot by Post								
Total (C)	47,45,200	12,176	0.213	12,176	0	100.000		
Total (A+B+C)	1,91,10,000	1,42,53,876	74.589	1,42,53,876	0	100.000		

5	Special Resolution for the appointment of Sri M. S. Velu DIN No. 0168208 as Managing Director for a period of 5 years from 31.03.2019 to 30.03.2024	Promoter - E-Voting	14241700	14241700	100.000	14241700	0	100.000
		Promoter - Poll at AGM						
		Promoter - Ballot by Post	14241700	14241700	100.000	14241700	0	100.000
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	0	100.000
		Public - Institutions - E-Voting	123100					
		Public - Institutions - Poll at AGM						
		Public - Institutions - Ballot by Post						
		Total (B)	1,23,100					
		Public - Non Institutions - E-Voting	4745200	8601	0.129	8601	0	100.000
		Public - Non Institutions - Poll at AGM		3575	0.084	3575	0	100.000
Public - Non Institutions - Ballot by Post								
Total (C)	47,45,200	12,176	0.213	12,176	0	100.000		
Total (A+B+C)	1,91,10,000	1,42,53,876	74.589	1,42,53,876	0	100.000		

6	Special Resolution for pledge/mortgage of movable and immovable properties of the company and to create/modify of charge to the bankers for their working capital limits under sec 180(1)(a) of the Companies Act 2013	Promoter - E-Voting	14241700	14241700	100.000	14241700	0	100.000
		Promoter - Poll at AGM						
		Promoter - Ballot by Post	14241700	14241700	100.000	14241700	0	100.000
		Total (A)	1,42,41,700	1,42,41,700	100.000	1,42,41,700	0	100.000
		Public - Institutions - E-Voting	123100					
		Public - Institutions - Poll at AGM						
		Public - Institutions - Ballot by Post						
		Total (B)	1,23,100					
		Public - Non Institutions - E-Voting	4745200	8601	0.129	8601	0	100.000
		Public - Non Institutions - Poll at AGM		3575	0.082	3575	0	100.000
Public - Non Institutions - Ballot by Post								
Total (C)	47,45,200	12,176	0.211	12,176	0	100.000		
Total (A+B+C)	1,91,10,000	1,42,53,876	74.589	1,42,53,876	0	100.000		