

National Stock Exchange of India Limited

03.10.2019

Exchange Plaza,
Bandra - Kurla Complex,
Bandra East,
Mumbai - 400 051

Dear Sir / Madam,

Sub: Scrutinizer Report - 2019.

The 17th Annual General Meeting (AGM) of the Members of the Company was held on Monday the 30th September, 2019 at 3.30 P.M. at "Nahar Hall", 1st Floor, 47, Desabandhu Plaza, Whites Rd, Express Estate, Royapettah, Chennai, Tamil Nadu 600014. The Company has offered remote e-voting facilities to the Shareholders and also provided the facility to vote at the AGM using Ballot Papers. The E Voting and Poll have been scrutinized by the Scrutinizer, Sri R. Muthukrishnan in a fair and transparent manner. The combined Voting results of E Voting and Poll Scrutinized by Practicing Company Secretary Mr R Muthukrishnan is attached.

Thanking you,

Yours truly,

For Refex Industries Limited



S. Gopalakrishnan
Company Secretary



Chairman
Refex Industries Limited
Chennai

03/10/2019

Dear Sir

Sub: Scrutinizer report in respect of remote E voting and Poll conducted by the company in respect of Annual General Meeting (AGM) of the company held at 3.30 PM on Monday, 30th September 2019 at Chennai

With reference to the above specified AGM of the company, where in the company proposed to seek approval of members by way of an ordinary resolution and special resolutions in respect of the agenda points, briefly noted below.

RESL NO	SUBJECT MATTER OF RESOLUTION
	ORDINARY BUSINESS - ORDINARY RESOLUTIONS
1.	Adoption of Audited Financial Statements for the Financial year ended 31 st March 2019 and Reports of Board of Directors and Auditors. Audited Consolidated Financial Statements for the Financial year ended 31 st March 2019
2.	Re-appointment of Mr Dinesh Kumar Agarwal , Director (DIN 7544757) who retires by rotation.
	SPECIAL BUSINESS - SPECIAL RESOLUTIONS
3	Increase in Authorised capital of the Company from Rs.30 Crores to Rs.40 Crores
4	Amendment to Object clause of Memorandum of Association of the Company
5	Revision of Salary to Managing Director

The company had provided the facility of remote E Voting/Polling at the venue of Annual General Meeting for its members in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (herein after known as the 'Rules')


R. MUTHU KRISHNAN, FCS
Practicing Company Secretary
CP NO: 3033
FCS NO: 6775

In the said process of remote E voting/ Poll process at the venue of AGM, I was appointed as scrutinizer by the Board of Directors vide their resolution passed in their meeting held on 30th May 2019 and vide the necessary appointment letter issued to me, in terms of Rule 20 (4) (ix) of the above specified rules.

The necessary newspaper advertisement as required under Rule 20(4) (v) was issued on 06.09.2019 and the e voting period started at 09.00 AM on 27TH September 2019 and ended at 05.00 PM on 29th September 2019.

As per the notice of the AGM, those holding shares as the cutoff date, Monday, 23rd September 2019 were entitled to vote in the said E Voting process

At the venue of Annual General Meeting held on Monday, 30th September 2019 at 3.30 PM at Chennai, a facility was provided for voting by way of ballot papers to the members who attended the AGM (and who had not cast their votes in the E voting process,) to cast their votes in the said poll process, in terms of Rule 20(4)(xi) of the said rules.

The box containing the said ballot papers was opened in the presence of two witnesses who are not in employment of the company after the polling process was over.

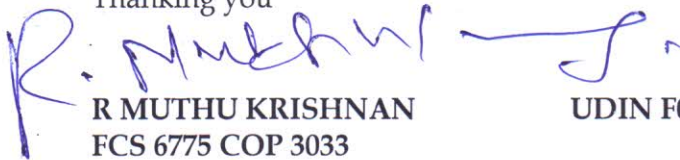
Similarly the e-voting results from CDSL website were unblocked in presence of same two witnesses, in terms of Rule 20 (4) (xii) of the above specified rules at 5.20 PM on Monday, 30th September 2019.

The combined results of remote e voting and the poll process conducted at the venue of AGM (based on no. of shares held by those who participated in the above said voting process) is tabulated under

RESL NO	VOTED FAVOURING THE RESOLUTIONS		VOTED AGAINST THE RESOLUTIONS		STATUS OF RESOLUTION
	PROMOTERS	PUBLIC	PROMOTERS	PUBLIC	
1	5340202	133493	NIL	NIL	PASSED
2	5340202	133493	NIL	NIL	PASSED
3	5340202	133493	NIL	NIL	PASSED
4	5340202	133493	NIL	NIL	PASSED
5	5340202	133296	NIL	197	PASSED

All the records of remote E Voting/ Poll process at AGM venue shall remain in my custody till the Chairman considers, approves and signs the minutes of AGM and thereafter same shall be handed over to the company for safe keeping in terms of Rule 20 (4)(xv) of the above rules.

Thanking you


R MUTHU KRISHNAN
FCS 6775 COP 3033

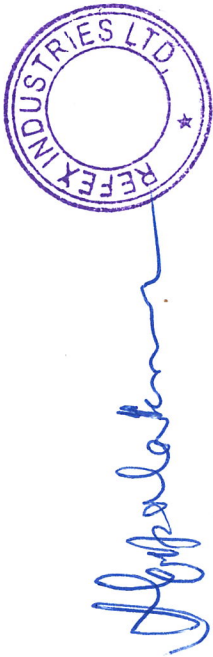
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Resolution (1)									
Resolution required: (Ordinary / Special)					Ordinary No				
Whether promoter/promoter group are interested in the agenda/resolution?					Audited Standalone Financial Statements for the Financial year ended 31st March 2019 and Reports of Board of Directors and Auditors and Audited Consolidated Financial Statements for the Financial year ended 31st March 2019				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting		(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	Poll	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
Public- Institutions	E-Voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting			0.0316	3200	0	100.0000	0.0000	
	Poll	10134974	130293	1.2856	130293	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	10134974	133493	1.3172	133493	0	100.0000	0.0000	
Total	Total	15475176	5473695	35.3708	5473695	0	100.0000	0.0000	
					Whether resolution is Pass or Not.				
					Disclosure of notes on resolution				
					Yes				
					Add Notes				

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution (2)									
Resolution required: (Ordinary / Special)					Ordinary No				
Whether promoter/promoter group are interested in the agenda/ resolution?					Re-appointment of Mr Dinesh Kumar Agarwal, Director who retires by rotation.				
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting Poll	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
Public- Institutions	E-Voting Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting Poll	10134974	3200	0.0316	3200	0	100.0000	0.0000	
	Postal Ballot (if applicable)		130293	1.2856	130293	0	100.0000	0.0000	
	Total	10134974	133493	1.3172	133493	0	100.0000	0.0000	
	Total	15475176	5473695	35.3708	5473695	0	100.0000	0.0000	
Whether resolution is Pass or Not.					Yes				
Disclosure of notes on resolution					Add Notes				

* this fields are optional

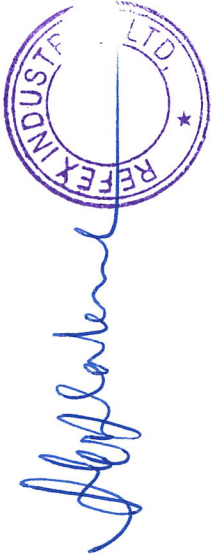
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	




Resolution (3)									
Resolution required: (Ordinary / Special)					Special No				
Whether promoter/promoter group are interested in the agenda/resolution?					Increase of Authorised Capital of the Company from Rs 30 Crores to 40 Crores.				
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting Poll	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total			100.0000	5340202	0	100.0000	0.0000	
Public- Institutions	E-Voting Poll	5340202	5340202						
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting Poll	10134974	3200	0.0316	3200	0	100.0000	0.0000	
	Postal Ballot (if applicable)		130293	1.2856	130293	0	100.0000	0.0000	
	Total		133493	1.3172	133493	0	100.0000	0.0000	
Total	Total	15475176	5473695	35.3708	5473695	0	100.0000	0.0000	
Whether resolution is Pass or Not.					Yes				
Disclosure of notes on resolution					Add Notes				

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution (4)									
Resolution required: (Ordinary / Special)					Special No				
Whether promoter/promoter group are interested in the agenda/resolution?					Amending the Clause 7 of Main object in Memorandum of Association				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting Poll	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	5340202	5340202	100.0000	5340202	0	100.0000	0.0000	
Public- Institutions	E-Voting Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting Poll	10134974	3200	0.0316	3200	0	100.0000	0.0000	
	Postal Ballot (if applicable)		130293	1.2856	130293	0	100.0000	0.0000	
	Total	10134974	133493	1.3172	133493	0	100.0000	0.0000	
	Total	15475176	5473695	35.3708	5473695	0	100.0000	0.0000	
Total					Whether resolution is Pass or Not.				
					Disclosure of notes on resolution				
					Yes				
					Add Notes				

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public- Non Institutions	



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Resolution (5)

Whether promoter/promoter group are interested in the agenda/resolution?			Resolution required: (Ordinary / Special)		Special Yes					
			Description of resolution considered			Revision in Remuneration of Managing director up to Rs. 7 Lakhs P.M				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		5340202	100.0000	5340202	0	100.0000	0.0000		
	Poll	5340202								
	Postal Ballot (if applicable)									
	Total	5340202	5340202	100.0000	5340202	0	100.0000	0.0000		
Public-Institutions	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	Total									
Public- Non Institutions	E-Voting		3200	0.0316	3003	197	93.8438	6.1563		
	Poll	10134974	130293	1.2856	130293	0	100.0000	0.0000		
	Postal Ballot (if applicable)									
	Total	10134974	133493	1.3172	133296	197	99.8524	0.1476		
Total	Total	15475176	5473695	35.3708	5473498	197	99.9964	0.0036		
			Whether resolution is Pass or Not.			Yes				
			Disclosure of notes on resolution			Add Notes				

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

