CA Neeraj D. Rathi
"Shree Nikitan"
7, Adarsh Nagar,
Jalgaon – 425002, Maharashtra
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Combined Report of Scrutinizer for Remote e Voting and Poll

To,

Mr. V. M. Pingle,

The Chairperson of 21st Annual General Meeting of Tulsi Extrusions Limited held on Wednesday 30th September 2015 at 11:00 AM at N-99,100, M.I.D.C. Jalgaon - 425003.

Dear Sir,

I, CA Neeraj D. Rathi was appointed as a Scrutinizer by the board of Directors of Tulsi Extrusions Limited ("the Company") pursuant to Section 108 of the Companies Act 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (Remote e-voting) and the Poll Process for the resolutions contained in the Notice of 21st Annual General Meeting ("the Meeting) of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favor or against for respective Resolution.

2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present.

3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Sachin K. Lohiya and Mr. Giriraj J. Biyani who are not in the employment of the Company **(Declaration Attached).** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.

4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

5. The Remote e-voting commenced on September 27, 2015 (9:00 AM) and was closed on September 29, 2015 (5:00 PM).

6. The Remote e-voting Result was unblocked at Mumbai from the website of CDSL, i.e. www.evotingindia.com after votes cast by poll at the Meeting was counted by me and Excel file containing the result was opened in the presence of Mr. Sachin K. Lohiya and Mr. Giriraj J. Biyani who are not in the employment of the Company **(Declaration attached).**

7. The votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of the Board Resolution/Authority letter, etc at email ID grievances@tulsigroup.com have been considered valid.

N. D. Rathi
M.no. 144449

8. The Members who have abstained from voting in the Remote e-voting has been treated as Invalid in order to combine the Results of Remote E-Voting Poll.

9. **The Combined Result (Remote e-Voting + Poll) is as under :**
   a) **Item No 1: To consider and adopt the Director`s Report and the Audited Statement of Accounts together with Auditor`s Report thereon for the financial year ended 31st March 2015. (Ordinary resolution).**

Particulars	Number of Members who cast vote / Poll papers received	No. of Equity Shares of the Nominal Value of Rs 10/- each (Votes Cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,86,510
Less: Total number of invalid Votes	0	0
Total Numbers of Valid Votes	35	6,98,86,510
B. Poll		
Total Votes received by poll	15	79,68,770
Less: Total number of invalid Votes	0	0
Total Numbers of Valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and poll	50	7,78,55,280
Less: Total number of invalid Votes	0	0
Total Numbers of Valid Votes	50	7,78,55,280

(i) Voted in favor of the resolution:

Number of Members who cast vote / poll Papers received	Number of Votes cast by them	% of total numbers of valid votes cast
A. Remote e voting		
34	6987551	99.98
B. Poll		
15	796877	100.00
C. Combined (A+B)100		
49	7784428	99.99

Neeraj Rathi
M.no 144449

(ii) Voted against the resolution:

Number of Members who cast vote / poll Papers received	Number of Votes cast by them	% of total numbers of valid votes cast
	A. Remote e voting	
1	1100	0.02
	B. Poll	
0	0	0.00
	C. Combined (A+B)	
1	1100	0.01

(b) Item No. 2: Re-appointment of Shri J. B. Kabra who retires by rotation. (Ordinary resolution)

Particulars	Number of Members who cast vote / Poll papers received	No. of Equity Shares of the Nominal Value of Rs 10/- each (Votes Cast)
	A. Remote e-Voting	
Total Votes received by electronic mode	35	6,98,86,510
Less: Total number of invalid Votes	0	0
Total Numbers of Valid Votes	35	6,98,86,510
	B. Poll	
Total Votes received by poll	15	79,68,770
Less: Total number of invalid Votes	0	0
Total Numbers of Valid Votes	15	79,68,770
	C. Combined (A+B)	
Total Votes received by electronic mode and poll	50	7,78,55,280
Less total number of invalid Votes	0	0
Total Numbers of Valid Votes	50	7,78,55,280

(i) Voted in favour of the resolution:

Number of Members who cast vote/poll Papers received	Number of Votes cast by them	% of total numbers of valid votes cast
	A. Remote e voting	
29	6983426	99.93
	B. Poll	
15	796877	100.00
	C. Combined (A+B)	
44	7780303	99.93

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(ii) Voted against the resolution:

Number of Members who cast vote/poll Papers received	Number of Votes cast by them	% of total numbers of valid votes cast
A. Remote e voting		
6	5225	0.07
B. Poll		
0	0	0.00
C. Combined (A+B)		
6	5225	0.07

(C) Item No.3: Re-appointment of Shri O.S Jhavar a who retires by rotation. (Ordinary resolution)

Particulars	Number of members Who cast vote/poll papers received	No of Equity Shares of the Nominal value of Rs.10 /- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,86,510
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	35	6,98,86,510
B. Poll		
Total Votes received by Poll	15	79,68,770
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	50	7,78,55,280
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	50	7,78,55,280

(i) voted in favor of the resolution:

Number of Members who cast vote/Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	6983481	99.93
B. Poll		
15	796877	100.00
C. Combined (A+B)		
45	7780358	99.93

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(ii) voted against the resolution:

Number of Members who cast vote/poll Papers received	Number of Votes cast by them	% of total numbers of valid votes cast
A. Remote e-Voting		
5	5170	0.07
B. Poll		
0	0	0.00
C. Combined (A+B)		
5	5170	0.07

(D) Item No.4: Appointment of Auditors and fix their remuneration. (Ordinary resolution)

Particulars	Number of members Who cast vote/poll papers received	No of Equity Shares of the Nominal value of Rs. 10 /- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,86,510
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	35	6,98,86,510
B. Poll		
Total Votes received by Poll	15	79,68,770
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	50	7,78,55,280
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	50	7,78,55,280

(i) voted in favor of the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
34	6987551	99.98
B. Poll		
15	796877	100.00
C. Combined (A+B)		
49	7784428	99.98

N. J Rathi
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(ii) voted against the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	1100	0.02
B. Poll		
0	0	0.00
C. Combined (A+B)		
1	1100	0.02

(E) Item No.5: Appointment of Ms. Chetna Nannavare as on Independent women Director (Special Resolution).

Particulars	Number of members Who cast vote/poll papers received	No of Equity Shares of the Nominal value of Rs.10 /- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,75,510
Less: Total Number of Invalid Votes	0	0
Total Number of valid Votes	35	6,98,75,510
B. Poll		
Total Votes received by Poll	15	79,68,770
Less: Total Number of Invalid Votes	0	0
Total Number of valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	50	7,78,44,280
Less: Total Number of Invalid Votes	0	0
Total Number of valid Votes	50	7,78,44,280

(i) voted in favor of the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
33	6986451	99.98
B. Poll		
15	796877	100.00
C. Combined (A+B)		
48	7783328	99.98

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(ii) voted against the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	1100	0.02
B. Poll		
0	0	0.00
C. Combined (A+B)		
1	1100	0.02

(F) Item No.6: Decrease the remuneration of Director/CEO Mr. Sanjay R Taparia (Special Resolution).

Particulars	Number of members Who cast vote/poll papers received	No of Equity Shares of the Nominal value of Rs.10 /- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,86,510
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	35	6,98,86,510
B. Poll		
Total Votes received by Poll	15	79,68,770
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	50	7,78,55,280
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	50	7,78,55,280

(i) voted in favor of the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
34	6987551	99.98
B. Poll		
15	796877	100.00
C. Combined (A+B)		
49	7783328	99.98

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(ii) voted against the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	1100	0.02
B. Poll		
0	0	0.00
C. Combined (A+B)		
1	1100	0.02

(G) Item No.7: Appointment of Cost Auditors, (Special Resolution).

Particulars	Number of members Who cast vote/poll papers received	No of Equity Shares of the Nominal value of Rs.10 /- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	35	6,98,86,510
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	35	6,98,86,510
B. Poll		
Total Votes received by Poll	15	79,68,770
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	15	79,68,770
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	50	7,78,55,280
Less : Total Number of Invalid Votes	0	0
Total Number of valid Votes	50	7,78,55,280

(i) voted in favor of the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
34	6987551	99.98
D. Poll		
15	796877	100.00
E. Combined (A+B)		
49	7784428	99.99

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M.no 144449

(ii) voted against the resolution:

Number of Members who cast vote /Poll Papers received	Number of votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	1100	0.01
B. Poll		
0	0	0.00
C. Combined (A+B)		
1	1100	0.01

10. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.

11. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Remote e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.

12. The poll papers and all other relevant records were sealed and handed over to Mr Chandika Dutta Mishra, Compliance Officer of the Company authorized by the board for safe keeping.

13. You may accordingly declare the result of the Remote e-Voting and Poll.

14. The Register of Remote e-Voting will be e-mailed to the Chairperson and the Compliance Officer of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of the Companies (Management and Administration) Rules, 2014.

Thanking you,
Yours faithfully,

CA Neeraj D. Rathi
M. No- 144449

Place: Jalgaon
Date: 30th September, 2015

ANNEXURE

A. BASIS OF ACCEPTANCE

I. VOTING THROUGH ELECTRONIC MODE:

1. Member has voted only through remote e-voting i.e. electronic mode.

II. PHYSICAL POLL FORM:

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the shareholder has voted both in Remote e-Voting and Poll, then Voting done through remote e-voting has been considered and Voting done through Poll has been treated as Invalid.

B. BASIS OF REJECTION

I. VOTING THROUGH ELECTRONIS MODE:

1. Institutional member (other than Individual, HUF, NRI etc.) has not sent scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney etc. at neeraj.rathi01@gmail.com or have uploaded on the website of CDSL i.e. www.evotingindia.com have been considered valid.
2. Board Resolution/ Authority letter/ Power of Attorney, etc. do not grant power in favor of the person who has exercised voting right.

II. PHYSICAL POLL FORM:

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of signature in the Poll papers.
4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.

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5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory/ Power of Attorney Holder and certified true copy of Board Resolution/ power of Attorney Letter of Authority not provided to the Company/ Registrar and Share Transfer Agent.
7. The Poll Paper is received torn or defaced or mutilated to the extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the proxy has been rejected and treated as invalid.
9. If the Name of Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.

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C. **REPORT FOR INVALIED ELECTRONIC VOTES AND POLL PAPERS**

I. **For Item No. 1:**

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		**0**	**0**
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		**15**	**0**
TOTAL (I+II)		**15**	**0**

II. **For Item No. 2:**

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		**0**	**0**
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		**15**	**0**
TOTAL (I+II)		**15**	**0**

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III. For Item No. 3:

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		0	0
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		15	0
TOTAL (I+II)		15	0

IV. For Item No. 4:

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		0	0
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		15	0
TOTAL (I+II)		15	0

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V. For Item No. 5:

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		**0**	**0**
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		**15**	**0**
TOTAL (I+II)		**15**	**0**

VI. For Item No. 6:

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		**0**	**0**
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		**15**	**0**
TOTAL (I+II)		**15**	**0**

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VII. **For Item No. 7:**

Sr. No.	Category	No of Forms / electronic votes	Total Number Of Invallid votes (Equity share of Rs. 10 each)
	I . ELECTRONIC VOTES		
1	Authority letter / Board Resolution / Power of attorney not sent	0	0
2	Abstained from voting.	0	0
SUB- TOTAL - I		**0**	**0**
	II . PHYSICAL POLL FORM :		
3	No votes polled.	15	0
4	Signature not available.	0	0
5	Signature mismatch.	0	0
6	Identity of person unknown.	0	0
SUB- TOTAL - II		**15**	**0**
TOTAL (I+II)		**15**	**0**

Thanking you,
Yours faithfully,



CA Neeraj D. Rathi
M. No- 144449

Place: Jalgaon
Date: 30th September, 2015

TO WHOMSOEVER IT MAY CONCERN

We, Sachin K. Lohiya and Giriraj J Biyani hereby state that the Polling Box, in which Equity Shareholders of **Tulsi Extrusions ltd., ("the Company")** cast their vote by way of the Poll at the 21st Annual General Meeting of the Company held on Wednesday, the 30th September, 2015 at 11:00 am at N – 99/100, MIDC Area, Jalgaon – 425003, Maharashtra, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: Sachin K. Lohiya

Address: Flat No. B. 201, 2nd Floor, Shree Plaza Apartment
Bhusawal Road, Opp. Hotel Jharkhi
Jalgaon - 425003 (M.S)

Signature: S Lohiya

Witness 2

Name: Giriraj J Biyani

Address: N-32 MIDC
Jalgaon

Signature: गिरराज बियाणी

TO WHOMSOEVER IT MAY CONCERN

We, Sachin K. Loliya and Giriraj J Biyani hereby state that the Excel Sheet containing the Results of e-Voting of **Tulsi Extrusions Ltd. ("the Company")** for the 21st Annual General Meeting of the Company held on Wednesday, the 30th September, 2015 at 11:00 am at N – 99/100, MIDC Area, Jalgaon – 425003, Maharashtra was unblocked from the website of M/s Tulsi Extrusions Ltd. i.e. http://www.evotingindia.com and opened in our presence as required under Rule 20(3)(xi) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Sachin K. Loliya

Address: Flat No. B-201, 2nd floor 'Shree Raza Apartment' Bhusawal Road, Opp. Hotel Thanvi Jalgaon 425003. (M.S.)

Signature: S Loliya

Witness 2

Name: Giriraj J Biyani

Address: N-32 MIDC Jalgaon

Signature: गिरिराज बियाणी