

NISHI JAIN
COMPANY SECRETARY

REPORT OF SCRUTINIZER

(Pursuant to section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
Chromatic India Limited
207, Vardhman Complex Premises Co. Op Society Ltd,
LBS Marg, Vikhroli (West)
Mumbai-400 083, Maharashtra

Sub :- 28th (Twenty Eighth) Annual General Meeting of the Equity shareholders of Chromatic India Limited held on 30th September, 2015 at 4.00 p.m. at 207, Vardhaman Complex Premises Co. op. Society Ltd., L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.

Dear Sir,

I, Mrs. Nishi Jain , Practising Company Secretary residing at A-102, Krishna Towers, Ashok Nagar, Kandivali(E) – 400 101 appointed as scrutinizer by the Board of Directors of Chromatic India Limited (the Company) for the purpose of scrutinizing e-voting process in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting of the Equity Shareholders of the Company was held on 30th September, 2015 at 4.00 p.m. at 207, Vardhaman Complex Premises Co. op. Society Ltd., L.B.S. Marg, Vikhroli (West), Mumbai – 400083. Maharashtra, India submit my report as under :

1. In accordance with the Notice of the 28th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014 on 15th September, 2015, the e-voting opened at 9.00 A.M. on 27th September, 2015 and remained open upto 5.00 P.M. on 29th September, 2015.
2. The Equity Shareholders holding shares as on 23rd September, 2015, 'cut-off date', were entitled to vote on the resolutions stated in the Notice of the 28th Annual General Meeting of the Company.
3. The Chairman at Annual General Meeting provided the option to shareholders present to physically vote but no one has exercised his vote. – **Not Applicable**
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company /Registrar and Transfer Agents of the Company and authorisations/ proxies lodged with the Company - **Not Applicable**
5. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

OR

I did not find any poll papers invalid.

*Not Applicable if there is only one scrutinizer appointed. – **Not Applicable**

6. The votes were unblocked at 4.30 p.m. on September 30, 2015 in front of the proper witnesses.



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7. The e-voting results/list of equity shareholders who have voted 'for', 'against' and 'abstain' were downloaded from the e-voting website of Central Depository Services Pvt. Ltd. (<https://www.evotingindia.com>) and the same are being handed over to the Chairman.

8. The result of the e-voting are as under :

a) Resolution – 1 : Ordinary Resolution

Adoption of Audited Financial Statements of the Company i.e Balance Sheet, Statement of Profit & Loss Account, Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2015.

- i) Voted **in favour** of the resolution :

Number of members voting through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2,05,18,975	100	100

- ii) Voted **against** the resolution :

Number of members voting through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

- iii) **Invalid** votes :

Total Number of members whose votes declared invalid	Total number of votes cast by them
NIL	NIL

b) Resolution – 2 : Ordinary Resolution

Appoint a Director in place of Mr. Vinod Kumar Kaushik, who retires by rotation and, being eligible, offers himself for reappointment.

- i) Voted **in favour** of the resolution :

Number of members voting through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2,05,18,975	100	100 %

- ii) Voted **against** the resolution :

Number of members voting through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

- iii) **Invalid** votes :

Total Number of members whose votes declared invalid	Total number of votes cast by them
NIL	NIL

c) Resolution – 3 : Ordinary Resolution

Re - appoint M/s. S.K. Badjatya & Co. Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of third consecutive Annual General Meeting of the Company, which is to be held in the year 2018, subject to the



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ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting and fix their remuneration.

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

Number of members voting through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2,05,18,975	100	100 %

ii) Voted **against** the resolution :

Number of members voting through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

iii) **Invalid** votes :

Total Number of members whose votes declared invalid	Total number of votes cast by them
NIL	NIL

d) Resolution – 4 : Special Resolution

To make investments ,give loans , guarantees and provide securities beyond the prescribed limits and to enter into Joint Venture Agreement

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

Number of members voting through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2,05,18,975	100	100 %

ii) Voted **against** the resolution :

Number of members voting through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

iii) **Invalid** votes :

Total Number of members whose votes declared invalid	Total number of votes cast by them
NIL	NIL

9. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safekeeping.

Thanking you,

Yours faithfully



Place : Mumbai
Dated : October 1, 2015



Nishi Jain

Ms.Nishi jain
Practicing Company Secretary
ACS- 22386
CP No. - 8429