

Consolidated Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman of 35th Annual General Meeting
Mold-Tek Technologies Limited
Plot No.700, Door No.8-2-293/ 82/A/700,
Road No.36, Jubilee Hills, Hyderabad
Telengana-500033

Respected Sir,

Sub : Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poll at 35th Annual General Meeting held on 30th September 2019.

I, Ashish Kumar Gaggar, Company Secretary in Practice has been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the remote e-voting process and Ballot voting (Poll) carried out by the company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for passing of the Resolutions as mentioned under item numbers 1 to 9 as set out in the Notice of 35th Annual General Meeting (AGM) of the shareholders of the Company dated **31st August, 2019**.

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services [India] Limited ("CDSL"), the agency engaged by the company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The Notice dated **31st August, 2019** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was dispatched to the Shareholders through courier post on **Friday, 06th September, 2019** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Friday, 06th**




September, 2019. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on **Saturday, 31st August, 2019.**

3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing remote e-voting facility in **Financial Express (English Daily) and Prajashakthi (Telugu Daily) on Saturday, 07th September, 2019** and Corrigendum to the above advertisement in **Financial Express (English Daily) and Prajashakthi (Telugu Daily) on Wednesday, 18th September, 2019.**
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 4 (Four) days from **Thursday, 26th September 2019 (9:00 A.M.) to Sunday, 29th September 2019 (5:00 P.M.)**.
5. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. **Monday, 23rd September, 2019.**
6. The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already casted their vote by Remote- E voting exercised their right to vote at the meeting through ballot papers.
7. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence and the members who were present.
8. The locked ballot box was subsequently opened in my presence and in the presence of two witness 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 the authorizations / proxies lodged with the Company.
9. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of A Rajasekhar and A Sneha who are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Sneha Agarwal

Raj

10. I did not find any poll papers invalid.
11. Summary of the remote e-voting and poll are as follows:

Ashish Gagar



Resolution No. 1: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended 31st March, 2019 and the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	33	1,22,98,267	92.49
Total	66	1,32,96,853	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	NIL
Remote E-voting	1	5	Negligible
Total	1	5	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 2: ORDINARY RESOLUTION

To confirm the payment of Interim Dividend and to declare final dividend on Equity Shares for the financial year ended 31st March, 2019.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	33	1,22,98,267	92.49
Total	66	13,296,853	100




(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	1	5	Negligible
Total	1	5	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 3: ORDINARY RESOLUTION

To appoint a Director in place of Mrs. J Sudharani, Whole Time Director (DIN: 02348322) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0




Resolution No. 4: ORDINARY RESOLUTION

Ratification of appointment of auditors

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 5: SPECIAL RESOLUTION

To Re-appoint Dr. K Venkata Appa Rao (DIN: 01741020) as an Independent Non-Executive Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100




(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 6: SPECIAL RESOLUTION

To Re-appoint Dr. Surya Prakash Gulla (DIN: 02891694) as an Independent Non-Executive Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible




(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 7: SPECIAL RESOLUTION

To Re-appoint Mr. Vasant Kumar Roy Chintamaneni (DIN: 01102102) as an Independent Non- Executive Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0




Resolution No. 8: SPECIAL RESOLUTION

To Re-appoint Mrs. J Sudharani, Whole Time Director of the Company and revision of remuneration:

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	7.51
Remote E-voting	32	1,22,98,252	92.49
Total	65	1,32,96,838	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 9: ORDINARY RESOLUTION

Appointment of Mr. PSN Vamsi Prasad to hold office or place of profit

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	33	9,98,586	99.88
Remote E-voting	11	1,154	0.12
Total	44	9,99,740	100




(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	Nil	Nil	Nil
Remote E-voting	2	20	Negligible
Total	2	20	Negligible



(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

As per Regulation 23(4) of SEBI (LODR) Regulations, 2015, all concerned related parties shall abstain from voting on such resolutions which requires approval for material related party transactions, whether the entity is a related party to the particular transaction or not. Hence, shareholding of all concerned related parties was not considered for this resolution.



The register, all other papers and relevant records relating to remote e-voting and Poll shall remain in my safe custody until the chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company authorized person for safe Keeping.

Thanking you,
Yours faithfully



Ashish Kumar Gagar
Company Secretary in Practice
FCS: 6687
CP No. : 7321
Place: Hyderabad
Date: 30th September 2019

For Mold-Tek Technologies Limited



Lakshmana Rao Janumahanti
Chairman for 35th Annual General Meeting
(DIN: 00649702)