



B K Sharma & Associates
Company Secretaries

Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (3)(xii) & Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
26th Annual General Meeting of the Equity Shareholders of **Pacific Industries Limited**
held on Wednesday, 30th Day of September, 2015 at 10:00 A.M. at Survey No.13, N.H.
48, Kempalingahalli, Nelamangala Taluk, Bangalore, Karnataka-562123

Dear Sir,

I, B. K. Sharma, Proprietor of M/s. B K Sharma & Associates, Company Secretaries, having its registered office at AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, Jaipur - 302019, appointed as a Scrutinizer for the purpose of Remote e-voting and the poll taken on the below mentioned resolution(s) at the 26th Annual General Meeting of the Equity Shareholders of Pacific Industries Limited, held on Wednesday, the 30th day of September, 2015 at 10:00 A.M. at Survey No.13, N.H. 48, Kempalingahalli, Nelamangala Taluk, Bangalore, Karnataka-562123 submit our Report as under:

1. The Remote E-voting remained open from September 26, 2015 at 10:00 A.M. to September 29, 2015 at 5:00 P.M.
2. The Shareholders holding shares as on the "cut off" date i.e. 23rd September, 2015, were entitled to vote through Remote E-voting on the proposed resolutions (item no. 1 to 7 as set out in the Notice dated 14th August, 2015) convening the 26th Annual General Meeting of Pacific Industries Limited
3. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling were locked in our presence with due identification marks placed by us.
4. The locked ballot boxes were subsequently opened in our 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 the authorizations / proxies lodged with the Company.

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.

Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@ yahoo.co.in





B K Sharma & Associates
Company Secretaries

5. We did not find any poll papers invalid.
6. The Remote E-voting was unblocked on 30th September 2015 around 11.00 A.M. in the presence of two witnesses, Mr. Nikhil Khandelwal, B-84A, Kishore Nagar, Murlipura, Jaipur-302039, Rajasthan, and Ms. Kirti Rajawat, F-69, Shubhash Marg, C-Scheme Jaipur-302001, Rajasthan (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

Name: Nikhil Khandelwal

Name: Kirti Rajawat

7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the Remote E-voting website of Central Depository Services Limited i.e. <https://www.evotingindia.com>.
8. The overall result of Remote E-voting and Poll at AGM is as under :
- a) **Resolution 1: To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.**

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

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.

Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

b) Resolution 2: To appoint a Director in place of Mr. Kapil Agarwal (DIN: 00386298), who retires by rotation, and being eligible offers himself for re-appointment.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

- c) Resolution 3- To re-appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of Annual General Meeting (AGM) held in the year 2017 and to fix their remuneration.

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

d) Resolution 4- Approval for Borrowings Limits Under Section 180(1)(c) of Companies Act, 2013

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@ yahoo.co.in





B K Sharma & Associates
Company Secretaries

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

(e) Resolution 5- Appointment of Shri Sagarmal Agarwal as an Independent Director of the company

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

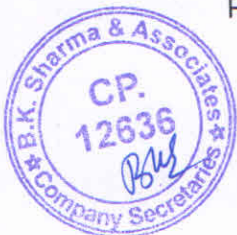
(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

(f) Resolution 6- Appointment of Shri Jayanti Hiralal Oza as an Independent Director of the company

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	--
Ballot at AGM	-	-
Total	-	-

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.

Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

(g) Resolution 7- Appointment of Shri Mangi Lal Dangi as an Independent Director of the company

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	11	506600	71.28%
Ballot at AGM	62	204108	28.72%
Total	73	710708	100%

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast in against the resolution	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in





B K Sharma & Associates
Company Secretaries

Ballot at AGM	-	-
Total	-	-

9. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
10. The poll papers and relevant records relating to electronic voting and Poll at AGM were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For **B K Sharma & Associates**
Company secretaries

B K Sharma

(B K Sharma)
Proprietor
CP. NO- 12636
M. No.: F6206



Place: Jaipur
Dated: 1st October, 2015

AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in