

CONSOLIDATED SCRUTINIZER REPORT

FORM No. MGT-13

Report of Scrutinizer(s)

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,

The Chairman,

28th Annual General Meeting of

Shaba Chemicals Limited,

101, Rajani Bhawan, 569/2 M.G. Road, Indore, M.P.-452001

Subject: Consolidated Scrutinizer's Report on Remote E-voting and voting by Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015:

Dear Sir,

I, **Jai Kumar Doshi**, has been appointed as Scrutinizer by the Board of Directors of Shaba Chemicals Limited ("Company" or "the Company") for the purpose of Scrutinizing the Remote E-voting Process and voting by Poll taken on the resolution(s) as contained in the Notice of 28th Annual General Meeting ("AGM" or "the AGM"), at the AGM of the Equity Shareholders of the Company held on Wednesday, 30th September, 2015 at 11:00 A.M. at Registered Office of the Company at 101, Rajani Bhawan, 569/2 M.G. Road, Indore, M.P.-452001, submit our report as under:

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules in relation to E-voting on the resolution(s) contained in the Notice to the 28th Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for Remote E-voting process and for voting by Poll at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions contained in the Notice to the 28th Annual General Meeting (AGM), based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited and at the time of Poll at AGM.

1. The Company has entered into an arrangement with Central Depository Services Limited ("CDSL") for conducting E-voting by the shareholders of the Company.
2. The Shareholders of the Company holding shares as on the "Cut Off" date of 22nd September, 2015 were entitled to vote through e-voting on the proposed resolutions as set out in Notice of AGM of the Company.



3. As prescribed in the Rules, Remote E-voting facility was kept open for three (3) days from 10:00 A.M. (IST) on 26th Day of September, 2015 upto 05:00 P.M. (IST) on 28th Day of September, 2015.
4. As on the cut-off date there were 1631 (No. of shareholders) Shareholders.
5. At the end of Remote E-voting period on 05.00 P.M. (IST) on 28th Day of September, 2015, the E-voting module was disabled for Remote E-voting.
6. After the time fixed for closing of Poll by the Chairman, one Ballot Box kept for Polling were locked in my presence with due identification marks placed by me.
7. The locked Ballot Box was subsequently opened in my presence and two witnesses namely Radheshyam Mandowara and Neha Sankhala, and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
8. The Poll papers, which were incomplete and/or which were otherwise found defective, if any, have been treated as invalid and kept separately.
9. The Consolidated Report on voting by Remote E-voting and voting by Poll at the meeting is as under:

RESOLUTION NO. 1- ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors AND Secretarial Audit thereon.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	18	1316300	100
Through remote e-voting	-	-	-

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

RESOLUTION NO. 2- ORDINARY RESOLUTION:

Appointment of a Director in place of Mr. Ritesh Jain WTD (Din 01499443), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	18	1316300	100
Through remote e-voting	-	-	-

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

RESOLUTION NO. 3- ORDINARY RESOLUTION:

Appointment of Auditor of the Company.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	18	1316300	100
Through remote e-voting	-	-	-

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-



RESOLUTION NO. 4- ORDINARY RESOLUTION:

Re-appointment of Mr. Ritesh Jain as Whole Time Director of the Company.

(i) Voted in favour of resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	18	1316300	100
Through remote e-voting	-	-	-

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

(iii) Invalid Votes

Mode of Voting	Number of Members Voted (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	-	-	-

10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the Meeting to announce the results of the meeting.

11. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed as "**Annexure -I**".

12. The poll papers and all other relevant records (in original) as per list given below were sealed and handed over to the Chairman of the Meeting.

Thanking you,
Yours Faithfully,

Scrutinizer
Jai Kumar Doshi

Place: INDORE
Date: 03.10.2015

Encl.:-

1. Attendance Register
2. Poll Papers
3. Annexure -I.