



SCRUTINIZER'S REPORT

To,

The Chairman

M/s Insecticides (India) Limited

401-402, Lusa Tower,
Azadpur Commercial Complex,
Delhi – 110033

Dear Sir,

1. I, Akash Gupta, Practicing Company Secretary (Membership No: ACS 30099, CP No: 11038), M/s Akash Gupta & Associates, A -18, Gali No 2, Shyam Nagar, New Govind Pura, Chander Nagar Ext., Delhi-110051 was appointed as Scrutinizer by the Board of Directors of M/s Insecticides(India) Limited (the Company) in its meeting held on Thursday, 30th October, 2014 for the purpose of e-voting process on the agenda items to be transacted through Postal Ballot Notice dated 2nd December 2014 as per the provisions of Sec 110 of Companies Act, 2013 read with Rule 22 Companies (Management & Administration) Rules, 2014.
2. I submit my report as under:



- 2.1 The Company has provided e-voting facility to all the Shareholders and has sent the postal ballot notice electronically on 8th Dec 2014 to such Shareholders whose email IDs were registered with depository participants & for the other Shareholders, the postal ballot notice of the Company has been sent by permitted mode dispatch which was completed on 3rd Dec 2014.
- 2.2 The e-voting period began at 10:00 a.m. on Thursday, 1st January, 2015 and ended at 5:00 p.m., on Saturday 3rd January, 2015. The votes received electronically from the Shareholders till Saturday the 3rd January 2015 up to 5:00 pm, being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- 2.3 Particulars of all votes received electronically from the Members have been separately maintained for the purpose.
- 2.4 The votes received electronically were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on the cutoff date i.e. 21st November, 2014.
- 2.5 The votes were unblocked at New Delhi on 3rd January, 2015 in the presence of Ms. Swati Garg and Ms. Reetika Goel who are not the employees of the Company and who have signed below as witness to the unblocking of votes.

3. A summary of the votes received electronically are given below:

(1) Resolution 1 – Ordinary Resolution

Increase in Authorised Share Capital and consequent alteration of Memorandum of Association of the Company:



Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	9,129,854	9,129,854	71.99
Less: Invalid votes	0	0	0
Net valid votes cast	9,129,854	9,129,854	71.99

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
12	9,129,854	100

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0



(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

(2) Resolution 2 – Special Resolution

Alteration of Object Clause III of Memorandum of Association of the Company.

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	9,129,854	9,129,854	71.99
Less: Invalid votes	0	0	0
Net valid votes cast	9,129,854	9,129,854	71.99

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
12	9,129,854	100



(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

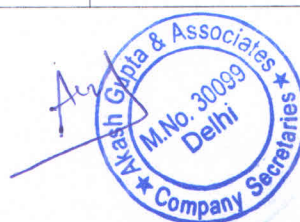
(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

(3) Resolution 3 –Special Resolution

Issue of Bonus Shares:

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	9,129,854	9,129,854	71.99
Less: Invalid votes	0	0	0



Net valid votes cast	9,129,854	9,129,854	71.99
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(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
12	9,129,854	100

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0



(4) Resolution 4 – Special Resolution

Approval under Sec 180(1)(a) of the Companies Act, 2013

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	9,129,854	9,129,854	71.99
Less: Invalid votes	0	0	0
Net valid votes cast	9,129,854	9,129,854	71.99

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
11	9,129,848	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
1	6	0.00006



(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

(5) Resolution 5 – Special Resolution

Approval under Sec 186 of the Companies Act, 2013

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	9,129,854	9,129,854	71.99
Less: Invalid votes	0	0	0
Net valid votes cast	9,129,854	9,129,854	71.99



(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
12	9,129,854	100

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0



4. You may accordingly declare the result of the voting through electronic means.
5. I further report that as per the said Rules, the records maintained by me including the data obtained from CDSL, the system provider for e-Voting facility extended by them as also a register recording the consent or otherwise received from the shareholder and relevant records of electronic voting will remain in my safe custody which will be handed over to the Company Secretary of the company after the chairman approves and sign the minutes of the meeting.

Thanking you,

Yours faithfully,

A
Akash Gupta

(Scrutinizer)

M. No.: 30099

CP.No.: 11038

Add: A-18, Gali No. 2,

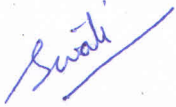
Shyam Nagar, New Gobind Pura,

Chander Nagar Ext., Delhi-110051

Place: Delhi

Dated: 5th January 2015

We the undersigned witnesseth that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited in our presence at New Delhi on January 3rd, 2015 at 05:30 PM.


Name: Swati Garg

Add: C-80, DDA Flats, Phase-1,

Katwaria Sarai

New Delhi-110016


Name: Reetika Goel

Add: E-74, Saket, Opp.

PVR Cinema, New Delhi-110017