GMS & CO.

Practicing Company Secretaries

Office: 302/ A-Wing, RushabhEnclave, Near AmbemataTemple, Bhayander(W), Thane-401101.

Report of Scrutinizer on E-voting and Poll

To,
Chairman
PANCHSHEEL ORGANICS LIMITED

Of 29thAnnual General Meeting of shareholders of PANCHSHEEL ORGANICS LIMITED on 29th September, 2018 at its registered office.

Dear Sir,

I, Gaurang Shah, Practicing Company Secretary, being appointed as scrutinizer by the Board of Directors of the Company to conduct e-voting process and poll process under the provisions of Companies Act, 2013 in relation to the items transacted at the 29th Annual General Meeting held on 29th September, 2018.

A. On the basis of the votes exercised by the 33 (Thirty Three) shareholders of PANCHSHEEL ORGANICS LIMITED through E-voting & poll. As requested by the management, I am now submitting herewith the combined report on results of E-voting together with the results of poll:

For GMS & Co.,
Gaurang M Shah
Mr. Gaurang Shah

GMS & CO. M. No. 32581 C. P. 11953 COMPANY SECRETARIES

Date: 01/10/2018
Place: Mumbai

(Practicing Company Secretary)
Mem. No: 32581, COP No: 11953

GMS & CO.

Practicing Company Secretaries

Office: 302/ A- Wing, RushabhEnclave,NearAmbemataTemple,Bhayander(W),Thane-401101.

CONSOLIDATED RESULT

	Consolidated Result of voting though E voting and Poll as on 29th September, 2018 of PANCHSHEEL ORGANICS LIMITED **(CIN NO:L24232MP1989PLC005390)**											
Resolution No.	**Heading of the resolution**	**Types of resolution**	**Category**	Types of voting	**Valid vote**						**Invalid vote**	
					Voting in favour(Assent)			Voting in favour(Dissent)				
1.	Adoption of the Audited financial Statements for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution			No. Of shares held	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Casted
				E-Voting								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
2.	Re-appointment of Mr. KISHOR TURAKHIA ABHAYCHAND (DIN: 00006236), Director retiring by rotation.	Ordinary Resolution		E-Voting								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
3.	Consider and approve the dividend of Rs.1/- per equity share for the financial year 2017-18.	Ordinary Resolution		**E-Voting**								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
4.	To ratify the appointment of M/s. Jayesh R. Shah, Chartered Accountants (F R No. : 104182W) as Statutory Auditors of the Company.	Ordinary Resolution		**E-Voting**								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

			institution									
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
5.	To consider and adopt IFCR report and Secretarial audit report from auditors.	Ordianry Resolution		**E-Voting**								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non		749743	749743	100	Nil	Nil	Nil	Nil	Nil

			Institution									
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
6.	Approval of borrowing money up to Rs.250 Crores (including the money already borrowed by the company) or the aggregate of the paid-up capital & free reserves of the company, whichever is higher.	Ordinary Resolution		**E-Voting**								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
7.	As per section 180(1)(a) of the Companies Act, 2013, the consent of Company be and is hereby	Ordinary Resolution		**E-Voting**								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

	accorded for creating the mortgage/ pledge/ hypothecation/ charge on the whole or part of the Company's land, building, machineries and thereon in favor of financial institutions/ banks and thereon to secure the working capital/ term loans/ corporate loans/debentures/ or any other credit facilities up to a sum not exceeding Rs.250,00,00,000.		Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				Total	**4171079**	**4171079**	**100%**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**

For GMS & Co.,
Gaurang M. Shah
Mr. Gaurang Shah

GMS & CO. M. No. 32581 C. P. 11953 COMPANY SECRETARIES

Practising Company Secretary

Date: 01.10.2018