

PRAVIN KUMAR DROLIA
(Company Secretary in whole time practice)
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Report of Scrutinizer

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

SCRUTINIZER'S REPORT

To
The Chairman
DEEPAK INDUSTRIES LIMITED
16, Hare Street,
Kolkata-700 001

Dear Sir,

**Sub: Report on the E-voting & the Postal Ballot process pertaining to Extra-Ordinary
General Meeting of Deepak Industries Limited to be held on 24/02/2015 at 3.00 P M**

1. I, Pravin Kumar Drolia, Practising Company Secretary having C P No. 1362, have been appointed as Scrutinizer by the Board of Directors on 16/01/2015 in response to my consent letter dated 16/01/2015 for scrutinizing the e-voting process including ballot forms of the Company (hereinafter referred to as DEEPAK INDUSTRIES LTD (CIN:L63022WB1954PLC021638), in a fair and transparent manner.
2. I submit my report as under:-
 - a. The Company has completed the dispatch of notice of EGM containing the e-voting process and related ballot forms to the Members by prescribed mode on 22/01/2015, whose names appeared on the Register of Members/List of beneficiaries as on 16/01/2015. The e-voting process commenced on 18th February, 2015 at 10.00 a.m and closed on 20th February, 2015 at 6.00 p.m .
 - b. Particulars of all the Ballot forms received from the shareholders and votes cast by electronic mode have been entered in a register separately maintained for the purpose.

- c. The Shareholders holding shares as on the "relevant date" i.e. JANUARY 16'2015 were entitled to vote on the proposed resolutions stated in the Notice of EOGM of the Company. As per provisions of the Companies Act 2013, the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned Shareholders. One share held will be equal to one vote.
- d. Those shareholders who have voted both by electronic mode as well as by ballot forms, their voting done through e-voting has been considered and vote cast through ballot has been treated as invalid.
- e. **I have not received any physical ballot form from any Members of the Company till the closing of working hours on 20/02/2015.**
- f. The votes were unblocked on 20th February 2015 around 7.00 P.M in the presence of two witnesses **Ms. Chetana Goel** residing at 146, Bangur Avenue, Block A, 3rd Floor, Kolkata-700055 and **Mr. Keshav Rathi** residing at 9, Atindra Mukherjee Lane, 2nd Floor, Howrah-711102 who are not in the employment of the Company and I have received a complete record of votes cast by electronic means from Central Depository Services (India) Limited (CDSL), the agency for facilitating electronic platform, which was closed by CDSL on 20/02/2015 at 6 PM.
- g. The results of e-Voting along with the list of Shareholders who voted "For" and "Against" the below resolutions were downloaded from the e-voting website of CDSL are as under:

(A) Summary of the votes casted through e-voting are as follows:-

Item No 1: Special Resolution

Re: Alteration of Articles of Association u/s 14 of the Companies Act 2013

1. Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
22	4550926	100

2. Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

3. **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

Result: The Special Resolution as contained in Item No 1 in the notice is passed with requisite majority

Item No 2: Special Resolution

Re: Appointment of Shri Yashwant Kumar Daga as Director in the Capacity of Vice-Chairman-cum-Managing Director

1. Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
22	4550926	100

2. Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

3. **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

Result: The Special Resolution as contained in Item No 2 in the notice is passed with requisite majority

Item No 3: Special Resolution

Re: Remuneration to Shri Yashwant Kumar Daga

1. Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
22	4550926	100

2. Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

3. **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

Result: The Special Resolution as contained in Item No 3 in the notice is passed with requisite majority

Item No 4: Ordinary Resolution

Re: Appointment of Shri Suresh Chand Mohta as an Independent Director as provisions of the Companies Act 2013.

1. Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
22	4550926	100

2. Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NOT APPLICABLE	NOT APPLICABLE

3. **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

Result: The Ordinary Resolution as contained in Item No 4 in the notice is passed with requisite majority.

(B) Summary of the votes casted through Ballot are as follows:-

1.	Total No. of Ballot Forms Received	Nil
2.	Less: Total No. of invalid Ballot Forms	Nil
3.	Total No. of Valid Ballot Forms	Nil

3. You may accordingly declare the result of the electronic voting process including ballot form pertaining to the Extra-Ordinary General Meeting of the Company to be held on 24/02/2015 at 3.00 P M
4. I hand over all the documents relating to e-voting and ballot forms, if any, to Shri V D MALL, Company Secretary of the Company.

(Pravin Kumar Drolia)
Practising Company Secretary
FCS: 2366
C P No. 1362

Place: KOLKATA
Date: 23-02-2015

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL (<http://www.evotingindia.com>) in our presence at 7:30 P.M. on 20th February, 2015 at the office of the Scrutinizer.

i>Ms.ChetanaGoel
146, Bangur Avenue, Block A,
3rd Floor, 2nd Floor
Kolkata-700055

ii>KeshavRathi
9, Atindra Mukherjee Lane
Howrah-711102