

# **SATISH BATRA & ASSOCIATES**

## **COMPANY SECRETARIES**

2<sup>nd</sup> Floor, Ashoka Plaza, Ashoka Ratan,  
Khamardih Road, Shankar Nagar,  
Raipur 492001 (C. G.)

1<sup>st</sup> August, 2017

The Chairman,  
22<sup>nd</sup> Annual General Meeting (AGM),  
Natura Hue Chem Limited,  
Raipur - Chhattisgarh

Dear Sir,

### **SCRUTINIZER COMBINED REPORT ON E-VOTING AND POLL PROCESS ANNUAL GENERAL MEETING OF NATURA HUE CHEM LIMITED HELD ON 31<sup>st</sup> JULY, 2017**

I, Satish Kumar Batra, appointed vide Company resolution dated 30<sup>th</sup> June, 2017 to act as Scrutinizer for the purpose of e-voting and Poll in respect of resolutions proposed to be passed in 22<sup>nd</sup> Annual General Meeting scheduled to be held on 31<sup>st</sup> July, 2017, am submitting my report.

I declare that I am well-versed with the concept of electronic voting system as prescribed under the rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard. I have been getting appointed as Scrutinizer at the General Meetings for e-voting and poll under the provision of the Act read with Rule 21 & 22 of the Companies (Management and Administration) Rules, 2014 for various Companies from time to time.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to e-voting and poll on the resolutions contained in the notice to the Annual General Meeting of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at General Meeting is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting systems provided by Central Depository Services (India) Limited (CDSL) as the Service provider, for extending the facility of Electronic voting to the shareholders of the company and ballot box opened by me after

Pursuant to my appointment and the provisions of section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014. I have completed scrutiny of the e-voting and poll process of the AGM. I hereby submit my combined report in compliance of provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 on e-voting and poll process is as under:

1. The Company has completed the dispatch of notices to its members on 6<sup>th</sup> July, 2017 through book-post whose e-mail addresses have not been registered either with Company or with RTA. Company has availed services of CDSL for providing e-voting facility. The notices sent to shareholders (both in physical form and electronic form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided of Rule 20 of the Companies (Management and Administration) Rules, 2014.



2. Total shareholders of the Company as on cutoff date i. e. 25<sup>th</sup> July, 2017 for dispatch of notices were 1438. Total shareholders of the Company as on cutoff date 25<sup>th</sup> July, 2017 for the voting were 1438.
3. The shareholders had an option to vote on the resolution either in AGM through the physical ballot forms or through remote e-voting facility (<https://www.evotingindia.com/>).
4. All votes casted electronically through CDSL portal from commenced at 10.00 am on Friday, the 28<sup>th</sup> July, 2017 and ended at 5.00pm on Sunday, the 30<sup>th</sup> July, 2017. At the end of the voting period, the voting portal of the service provider was blocked forthwith. CDSL has provided me access to the monitor the process of e-voting. A report generated through CDSL portal forms the basis of my reporting on e-voting by the shareholders.
5. At the AGM, one ballot box was kept for polling and was duly locked in presence of my authorised representative. The locked box was subsequently opened in the presence of Mr. Vinay Agrawal & Mr. Akash Sahu two independent person who were not connected to the Company in any manner. Poll papers were duly scrutinized and reconciled with records of the Company / Registrar and Transfer Agent and proxies lodged with the Company.
6. Nil shareholders casted their votes electronically and 16 shareholders casted their vote under poll conducted in the AGM.
7. A consolidated voting result (e-voting and poll) on each resolution are as follows:

a) **AS AN ORDINARY RESOLUTION – ITEM NO. 1**

Adoption of Audited Balance Sheet of the Company as on 31st March, 2017 and Profit & Loss Accounts of the Company for the year ended on that date and the Reports of Board of Directors and Auditors

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	4,32,991	100%
Dissent	-	-	-	-
Abstain	-	-	-	-
Total	-	16	4,32,991	100%

b) **AS AN ORDINARY RESOLUTION – ITEM NO. 2**

Appointment of a director in place of Shri Laxminarayan Kachawat Director of the Company, who retires by rotation and is eligible for re-appointment.

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	3,66,611	100%
Dissent	-	-	-	-
Abstain	-	1	72,600	16.53%
Total	-	16	4,32,991	100%

\*Mr. Laxminarayan Kachawat holding 72,600 eq. shares was not allowed to vote being interested in the resolution.





c) **AS AN ORDINARY RESOLUTION – ITEM NO. 3**

Appointment of M/s Sunil Sunil Johari & Associates., Chartered Accountants, Statutory Auditors for holding the office from the conclusion of 22<sup>nd</sup> Annual General Meeting until the conclusion of the 27<sup>th</sup> Annual General Meeting.

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	4,32,991	100%
Dissent	-	-	-	-
Abstain	-	-	-	-
Total	-	16	4,32,991	100%

d) **SPECIAL RESOLUTION – ITEM NO. 4**

Approval to Board of Directors under Section 180(1)(a) of the Companies Act, 2013

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	4,32,991	100%
Dissent	-	-	-	-
Abstain	-	-	-	-
Total	-	16	4,32,991	100%

e) **SPECIAL RESOLUTION – ITEM NO. 5**

Approval to Board of Directors under Section 180(1)(c) of the Companies Act, 2013 relating to borrowing powers of the Company

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	4,32,991	100%
Dissent	-	-	-	-
Abstain	-	-	-	-
Total	-	16	4,32,991	100%

f) **SPECIAL RESOLUTION – ITEM NO. 6**

Approval to Board of directors under Section 186 of the Companies act, 2013 to grant of loans or make investment or provide security or guarantee.

Particulars	Remote e-Voting	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	-	16	4,32,991	100%
Dissent	-	-	-	-
Abstain	-	-	-	-
Total	-	16	4,32,991	100%

\*Note: The percentage is based on the votes present for the aforesaid meeting not on total shareholding.

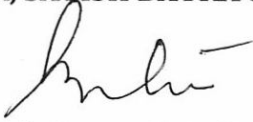
8. Based on consolidation it is found that all the Resolutions as set out in the Notice dated 30<sup>th</sup> June, 2017 of Annual General Meeting have been duly approved by the shareholders with requisite majority.

9. A separate report has been issued for the result of poll process in form MGT-13 as prescribed under the Act and Rules made thereunder.



10. Accordingly, you may take on record the result of the remote e-voting and poll process in the AGM as detailed above and declare the results.
11. The physical poll papers and electronic data of dissent and assenting are being handed over to the Mr. Ravi Kamra, Managing Director for safe keeping.

**FOR, SATISH BATRA & ASSOCIATES**



(Satish Kumar Batra)  
Practising Company Secretary  
Membership No. 1316  
PCS No. 2875



FORM No. MGT-13  
(FOR POLL)

Report of Scrutinizer

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

Mr. Ravi Kamra,  
Chairman of the Annual General Meeting,  
Natura Hue Chem Limited  
501, Wallfort Ozone, Fafadih  
Raipur, (C. G.) 492001

Dear Sir,

I, Satish Kumar Batra, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at Annual General Meeting of the Equity Shareholders of Natura Hue Chem Limited held on 31<sup>st</sup> July, 2017 at 501, Wallfort Ozone, Fafadih, Raipur (C. G.) 492001 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in the presence of my authorised representative with due identification marks.
2. The locked ballot box was subsequently opened in my and two independent person's presence Mr. Vinay Agrawal & Mr. Akash Sahu who are in no ways connected to the Company 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.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

- a) As an ordinary Resolution – Item No. 1 passed with requisite majority.

Adoption of Audited Balance Sheet of the Company as on 31st March, 2017 and Profit & Loss Accounts of the Company for the year ended on that date and the Reports of Board of Directors and Auditors

Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	4,32,991	100%
Dissent	-	-	-
Abstain	-	-	-
Total	16	4,32,991	100%

- b) As an ordinary Resolution – Item No. 2 passed with requisite majority.

Appointment of a director in place of Shri Laxminarayan Kachawat, Director of the Company, who retires by rotation and is eligible for re-appointment.





Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	3,66,611	100%
Dissent	-	-	-
Abstain	1	72,600	16.53%
Total	16	4,32,991	100%

\*Mr. Laxminarayan Kachawat holding 72,600 eq. shares was not allowed to vote being interested in the resolution.

- c) As an ordinary Resolution – Item No. 3 passed with requisite majority.

Appointment of M/s Sunil Sunil Johari & Associates., Chartered Accountants, Statutory Auditors for holding the office from the conclusion of 22nd Annual General Meeting until the conclusion of the 27th Annual General Meeting.

Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	4,32,991	100%
Dissent	-	-	-
Abstain	-	-	-
Total	16	4,32,991	100%

- d) As a Special Resolution – Item No. 4 passed with requisite majority.

Approval to Board of Directors under Section 180(1)(a) of the Companies Act, 2013

Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	4,32,991	100%
Dissent	-	-	-
Abstain	-	-	-
Total	16	4,32,991	100%

- e) As a Special Resolution – Item No. 5 passed with requisite majority.

Approval to Board of Directors under Section 180(1)(c) of the Companies Act, 2013 relating to borrowing powers of the Company

Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	4,32,991	100%
Dissent	-	-	-
Abstain	-	-	-
Total	16	4,32,991	100%

- f) As a Special Resolution – Item No. 6 passed with requisite majority.

Approval to Board of directors under Section 186 of the Companies act, 2013 to grant of loans or make investment or provide security or guarantee.

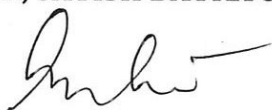
Particulars	Voting by Poll	Number of votes cast by them	% of total number of valid votes
Assent	16	4,32,991	100%
Dissent	-	-	-



Abstain	-	-	-
Total	16	4,32,991	100%

5. The PDF (File) is attached regarding the list of equity shareholders who e-voted 'FOR', "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

**FOR, SATISH BATRA & ASSOCIATES**



(Satish Kumar Batra)  
Practising Company Secretary  
Membership No. 1316  
PCS No. 2875



## SATISH BATRA & ASSOCIATES

### SCRTUNISER REGISTER FOR NATURA HUE CHEM LIMITED FOR THEIR AGM HELD ON 31.07.2017

SR. NO.	Name of the Shareholder	Category	No. of Shares	% of voting
1	AMITABH AGRAWAL	PUBLIC	1000	0.23%
2	AJAY CHOUDHARY	PUBLIC	23960	5.46%
3	ALOK AWADHIYA	PUBLIC	100	0.02%
4	PRAGYA AWADHIYA	PUBLIC	502	0.11%
5	SANJAY CHOUDHARY	PUBLIC	22000	5.01%
6	ALOK CHOUDARI	PUBLIC	2849	0.65%
7	PARIMAL KUMAR JAIN	PUBLIC	1000	0.23%
8	RAVI VASWANI	PUBLIC	37000	8.42%
9	RAJ KUMAR PARAKH	PROMOTER	40100	9.13%
10	MADHU KAMRA	PUBLIC	500	0.11%
11	HIMMAT LAL SAHU	PROMOTER	40000	9.11%
12	TULSI RAM SAHU	PUBLIC	5000	1.14%
13	NEW ERA ALKALOIDS & EXPORT LIMITED	PROMOTER	80000	18.21%
14	MANSOOR AHMED	PROMOTER	40000	9.11%
15	LAXMINARAYAN	PROMOTER	72600	16.53%
16	SHALINI POKHARNA	PROMOTER	72600	16.53%
<b>TOTAL</b>			<b>439211</b>	<b>100.00%</b>

