

SEC:AP:RKD:90116:16  
October 3, 2016

BSE Limited  
Corporate Relationship Department  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

Dear Sir,

**Sub: Scrutinizers Report of the 51<sup>st</sup> Annual General Meeting of the Members**

**Ref: Scrip Code: 517096 – APLAB LIMITED**

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached the consolidated Report of Scrutinizer Ms. Rama Subramanian, Practicing Company Secretary on e-voting and voting through poll of the 51<sup>st</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2016 at 12.30 p.m. at Woodland Retreat, L B S Marg, Thane – 400 604

Kindly take the same on your records and acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
For Aplab Limited

  
Rajesh K. Deherkar  
Company Secretary &  
Finance Controller



Encl.: as above

cc to: 1. National Securities Depository Ltd.  
2. Central Depository Securities Ltd.

**Scrutinizer's Report**

*{Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014}*

Mr. P. S. Deodhar  
The Chairman  
Aplab Limited  
Aplab House  
A-5, Wagle Industrial Estate  
Thane 400 604

Dear Sir,

I, Rama Subramanian, Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Aplab Ltd at its meeting held on May 27, 2016 for the purpose of scrutinizing the e-voting process and examining the poll papers on the resolutions moved at the 51<sup>st</sup> Annual General Meeting of the members of the company held on September 30, 2016 at 12.30 p.m. at Woodland Retreat, L B S Marg, Near Mulund Check Naka, Thane 400604.

The management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the Notice of the 51<sup>st</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the voting process, both e-voting and poll is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice. For this report I have relied on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency appointed by the company to provide e-voting facility and the records maintained by the Company's Registrar and Transfer agents.

I submit my report as under:

- a) The Company has provided remote e-voting facility through National Securities Depository Limited (NSDL) on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) The notice sent contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of Companies (Management and Administration) Rules, 2014.
- c) The e-voting commenced on September 27, 2016 (9.00 a.m.) and ended on September 29, 2016 (5.00 p.m.).

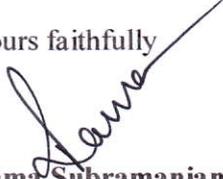


- d) At the AGM on September 30, 2016, the Chairman announced that Members present in the AGM who had not cast their votes by remote e-voting can exercise their voting rights by way of poll through the ballot papers that was distributed to them at the venue of the AGM.
- e) Thereafter, on completion of the physical voting at the AGM, the ballot box kept for the purpose was locked in my presence with due identification marks placed on them.
- f) Subsequently, the votes cast through remote e-voting were unlocked in the presence of two witnesses and the remote e-voting summary generated from the electronic voting system provided by CDSL.
- g) The locked ballot box was opened in my presence and the ballot papers scrutinized with due diligence. The ballot papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents (R&TA) of the Company and the authorizations/proxies lodged with the Company.
- h) 1 ballot paper for 300 shares was found to be invalid.
- i) A register containing details, as prescribed in the Rules, of the list of equity shareholders who voted "for" and "against" each resolution under e-voting and through physical ballot has been maintained.
- j) The cumulative result of the e-Voting process and the physical ballots is furnished in Annexure A.

You may accordingly declare the cumulative voting result of the Annual General Meeting.

All the relevant records of the voting carried out will remain in my custody until the Chairman considers, approves and signs the minutes of the 51<sup>st</sup> Annual General Meeting and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Yours faithfully

  
**Rama Subramanian**  
Company Secretary in Practice  
ACS 15923; COP 10964



Place: Thane  
Date : October 1, 2016

Countersigned  
for **Aplab Limited**



**P. S. Deodhar**  
Chairman of the 51<sup>st</sup> Annual General Meeting



Annexure A

Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
<b>Item No 1: Adoption of annual audited financial statements for the year ended 31<sup>st</sup> March 2016.</b>  Ordinary resolution for consideration and adoption of the annual audited financial statements of the company for the year ended 31 <sup>st</sup> March 2016 along with the reports of the Directors and Auditors thereon.	<b>Remote E voting</b>	7	7,266	98.82	5	87	1.18
	<b>Physical</b>	33	15,97,498	99.99	1	10	0.01
	<b>Total</b>	<b>40</b>	<b>16,04,764</b>	<b>99.99</b>	<b>6</b>	<b>97</b>	<b>0.01</b>
<b>Item No 2: Re-appointment of director retiring by rotation.</b>  Ordinary resolution for re-appointment of Mrs. Amrita Deodhar, a director retiring by rotation and who is eligible for re-appointment.	<b>Remote E voting</b>	7	7,266	98.82	5	87	1.18
	<b>Physical</b>	33	15,97,498	99.99	1	10	0.01
	<b>Total</b>	<b>40</b>	<b>16,04,764</b>	<b>99.99</b>	<b>6</b>	<b>97</b>	<b>0.01</b>



Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
<b>Item No 3: Appointment of auditors and fix their remuneration</b>  Ordinary resolution for appointment of M/s Shahade & Associates, Chartered Accountants as statutory auditors of the company pursuant to Section 139 of the Companies Act, 2013 for the financial year 2016-2017 to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting of the company and to fix their remuneration.	<b>Remote E voting</b>	7	7,266	98.82	1	25	0.01
	<b>Physical</b>	33	15,97,498	99.99	1	10	0.00
	<b>Total</b>	<b>40</b>	<b>16,04,764</b>	<b>99.99</b>	<b>2</b>	<b>35</b>	<b>0.01</b>

