

SEC:AP:RKD:98919:19
October 1, 2019

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

APLAB LIMITED
APLAB HOUSE,
A-5 WAGLE ESTATE,
THANE 400 604. INDIA.
TEL : +91-22-67395555, 25821861
FAX : +91-22-25823137
EMAIL : response@aplab.com
WEB : www.aplab.com

Dear Sir,

Sub: Scrutinizers Report of the 54th Annual General Meeting of the Members

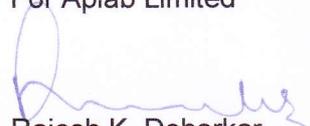
Ref: Scrip Code: 517096 – APLAB LIMITED

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached the consolidated Report of Scrutinizer Mrs. Rama Subramanian, Practicing Company Secretary on e-voting and voting through poll of the 54th Annual General Meeting of the Company held on 30th September, 2019 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 8th August 2019 for the purpose of scrutinizing the e-voting process and examining the ballot papers on the resolutions moved at the 54th Annual General Meeting of the members of the company that was held on Monday, September 30, 2019 at 12.30 p.m. at Woodland Retreat, L B S Marg, Near Mulund Check Naka, Thane 400 604.

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 ballot on the resolutions contained in the Notice of the 54th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the voting process, both e-voting and ballot is restricted to preparing 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.
- 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, 2019 (9.00 a.m.) and ended on September 29, 2019 (5.00 p.m.).

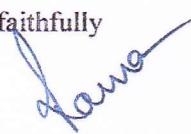


- d) At the AGM on September 30, 2019, the Chairman announced that Members present in the AGM who had not cast their votes by remote e-voting can exercise their voting rights by way of poll through the ballot papers that was distributed to them at the venue of the AGM.
- e) Thereafter, on completion 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 NSDL.
- 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) 34 Members were present in person in the meeting and 12 members were represented by proxies/corporate representatives. 32 Members participated in the ballot voting process out of which 1 ballot paper 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.

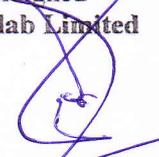
You may accordingly declare the cumulative voting result of the Annual General Meeting.

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 54th 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

Countersigned
for Aplab Limited


P. S. Deodhar
Chairman of the 54th Annual General Meeting



Place: Thane
Date : October 1, 2019

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
Item No 1: Adoption of annual audited accounts for the year ended 31st March 2019 Ordinary Resolution for consideration and adoption of the annual audited accounts of the company for the year ended 31 st March 2019 along with the reports of the Directors and Auditors thereon.	Remote E voting	10	1,038	0.84	3	1,22,598	99.16
	Physical	28	24,76,623	100	0	0	0
	Total	38	24,77,661	95.29	3	1,22,598	4.71
Item No 2: Appointment of a director retiring by rotation. Ordinary Resolution for appointment of Mrs. Amrita Deodhar, a director retiring by rotation, who is eligible for re-appointment.	Remote E voting	10	1,038	0.84	3	1,22,598	99.16
	Physical	28	24,76,623	100	0	0	0
	Total	38	24,77,661	95.29	3	1,22,598	4.71



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
Item No 3: Appointment of auditors and fix their remuneration 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 2019-2020 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.	Remote E voting	10	1,038	0.84	3	1,22,598	99.16
	Physical	28	24,76,623	100	0	0	0
	Total	38	24,77,661	95.29	3	1,22,598	4.71
Item No 4: Appointment of Independent Director Special Resolution for appointment of Dr S K Hajela as an Independent Director of the company for a period of five years.	Remote E voting	10	1,038	0.84	3	1,22,598	99.16
	Physical	28	24,76,623	100	0	0	0
	Total	38	24,77,661	95.29	3	1,22,598	4.71



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
Item No 5: Appointment of Independent Director Ordinary Resolution for appointment of Mr Naresh K Joshi as an Independent Director of the company for a period of five years.	Remote E voting	10	1,038	0.84	3	1,22,598	99.16
	Physical	28	24,76,623	100	0	0	0
	Total	38	24,77,661	95.29	3	1,22,598	4.71

Note:

1. 3 Members holding 1 share each abstained from voting on all the resolutions.
2. 1 ballot paper rendered invalid as no information was provided about name, folio number etc.

