

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL BALLOT FORM**

**To,  
The Chairman,**

**Parnax Lab Limited,  
Gala No. 114, Bldg. No. 8,  
Jogani Industrial Complex,  
Chunabhatti,  
Mumbai- 400022.**

**Sub.: Consolidated Scrutinizer's Report for remote e-voting/Physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Thirty Fourth Annual General Meeting of Parnax Lab Limited held on Wednesday 28th September, 2016 at 11.00 a.m.**

Dear Sir,

I, Hemant Shetye, Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Parnax Lab Limited pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the Physical Ballot forms received from the shareholders in respect of the below mentioned resolutions passed at Thirty fourth Annual General Meeting of the Company on 28th September, 2016 at 11.00 a.m.

The voting rights were reckoned as on Wednesday the 21st September, 2016 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Saturday the 24th September, 2016 (9.00 a.m. IST) to Tuesday the 27th September, 2016 (5.00 p.m. IST) at the said Annual General Meeting held on Wednesday the 28th September, 2016.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting the votes cast there under were counted.

The Company had also provided voting facility to the shareholder's present at the Annual Meeting and who had not cast their vote earlier through remote e-voting facility.



The particulars of all Physical Ballots and Electronic votes received from/cast by the equity shareholders have been entered in the electronic register separately maintained for the purpose.

The Physical Ballot Forms were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company as on 28th September, 2016.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the Physical ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/Physical Ballot forms and voting in respect of the said Resolutions.

- Date of the AGM : September 28, 2016
- Total Number of shareholders on Record Date : 1328

No of Shareholders present in the meeting either in person or through proxy:

Promoter and Promoter Group	7
Public	9

No. of Shareholders attended the meeting through Video Conferencing:

Promoter and Promoter Group	NA
Public	NA



**Item No. 1: As an Ordinary Resolution:**

To consider and adopt Audited Financial Statements of the company for financial year ended 31st March, 2016 and Report of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes pooled
		(1)	(2)	(3)= {(2)/1}*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	5323016	5323016	100.00	5323016	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5323016	5323016	100.00	5323016	0	100.00
Public Instituti ons	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00	0	0	0.00
Public Non Instituti ons	E-voting	3181850	2750	0.09	2750	0	100.00	0.00
	Poll*		112206	3.52	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3181850	114956	3.61	114956	0	100.00
<b>Total</b>		8504866	5437972	63.94	5437972	0	100.00	0.00

\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Physical Ballot forms may be considered as carried by the majority.





**Item No. 3: As an Ordinary Resolution:****To Appoint M/s. Ladha Singhal & Associates, Chartered Accountants as Statutory Auditors.**

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= {(2)/1}*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and promoter group</b>	E-voting	5323016	5323016	100.00	5323016	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>5323016</b>	<b>5323016</b>	<b>100.00</b>	<b>5323016</b>	<b>0</b>	<b>100.00</b>
<b>Public Instituti ons</b>	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Public Non Instituti ons</b>	E-voting	3181850	2750	0.09	2750	0	100.00	0.00
	Poll*		112206	3.52	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3181850</b>	<b>114956</b>	<b>3.61</b>	<b>114956</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>8504866</b>	<b>5437972</b>	<b>63.94</b>	<b>5437972</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

*\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Physical Ballot forms may be considered as carried by the majority.



**Item No. 4: As an Ordinary Resolution:**

To approve the Related Party Transactions and if thought fit to pass the resolution, with or without modification.

Resolution required (Ordinary/Special)			Ordinary					
Whether promoter/Promoter group are interested in the agenda/resolution			Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= {(2)/1}*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	5323016	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5323016	0	0.00	0	0	0.00
Public Instituti ons	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00	0	0	0.00
Public Non Instituti ons	E-voting	3181850	2750	0.09	2650	100	96.36	3.64
	Poll*		112206	3.53	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3181850	114956	3.62	114856	100	99.91
<b>Total</b>		<b>8504866</b>	<b>114956</b>	<b>1.35</b>	<b>114856</b>	<b>100</b>	<b>99.91</b>	<b>0.09</b>

\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head..

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Physical Ballot forms may be considered as carried by the majority.





**Item No. 5: As a Special Resolution:**

**To Appoint Mr. Prakash M Shah (DIN 00440980) as Chairman cum Chief Executive Officer of the Company.**

Resolution required (Ordinary/Special)			Special					
Whether promoter/Promoter group are interested in the agenda/resolution			Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= ((2)/1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	5323016	5323016	100.00	5323016	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5323016	5323016	100.00	5323016	0	100.00
Public Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00	0	0	0.00
Public Non Institutions	E-voting	3181850	2750	0.09	2650	100	96.36	3.64
	Poll*		112206	3.53	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3181850	114956	3.62	114856	100	99.91
<b>Total</b>		<b>8504866</b>	<b>5437972</b>	<b>63.94</b>	<b>5437872</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>

*\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

Based on the foregoing the above **Special Resolution** voted upon under remote e-voting and Physical Ballot forms may be considered as carried by the majority.



**Item No. 6: As a Special Resolution:**

**To Appoint Mr. Baiju M Shah (DIN 00440806) as Managing Director cum Chief Financial Officer of the Company.**

Resolution required (Ordinary/Special)			Special					
Whether promoter/Promoter group are interested in the agenda/resolution			Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= {(2)/1}*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/(2)] *100
<b>Promoter and promoter group</b>	E-voting	5323016	5323016	100.00	5323016	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>5323016</b>	<b>5323016</b>	<b>100.00</b>	<b>5323016</b>	<b>0</b>	<b>100.00</b>
<b>Public Instituti ons</b>	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Public Non Instituti ons</b>	E-voting	3181850	2750	0.09	2650	100	96.36	3.64
	Poll*		112206	3.53	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>3181850</b>	<b>114956</b>	<b>3.62</b>	<b>114856</b>	<b>100</b>	<b>99.91</b>
<b>Total</b>		<b>8504866</b>	<b>5437972</b>	<b>63.94</b>	<b>5437872</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>

*\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

Based on the foregoing the above **Special Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.





**Item No. 7: As a Special Resolution**

**To consider Ratification by shareholders for alteration/ variation of utilization of proceeds of Preferential Allotment of 28,00,000 Equity Shares.**

Resolution required (Ordinary/Special)			Special					
Whether promoter/Promoter group are interested in the agenda/resolution			Partially Interested					
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/1]*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/(2) ]*100
<b>Promoter and promoter group</b>	E-voting	5323016	5323016	100.00	5323016	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		5323016	5323016	100.00	5323016	0	100.00
<b>Public Instituti ons</b>	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0	0.00	0	0	0.00
<b>Public Non Instituti ons</b>	E-voting	3181850	2750	0.09	2650	100	96.36	3.64
	Poll*		112206	3.53	112206	0	100.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		3181850	114956	3.62	114856	100	99.91
<b>Total</b>		8504866	5437972	63.94	5437872	100	99.99	0.01

\*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.



Based on the foregoing the above **Special Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

**Date: 28<sup>th</sup> September, 2016.**

**Place: Mumbai.**

