Report of Scrutinizer(s)

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

SCRUTINIZER'S REPORT FOR E-VOTING

To,
The Chairman
67<sup>th</sup> Annual General Meeting of the Equity Shareholders of
ADOR MULTIPRODUCTS LIMITED
A-13 & 14, III Stage, Peenya Industrial Estate, Bangalore - 560 058

Dear Sir,

Sub.: Report on passing of resolutions through Electronic means under the Section 108 of the Companies Act, 2013 read with the listing agreement

I, CS Thirupal Gorige, a Practising Company Secretary, having office at No. 87, 2<sup>nd</sup> Floor,21<sup>st</sup> Cross, 7<sup>th</sup> Main, N S. Palya, BTM 2<sup>nd</sup> Stage, Bangalore - 560 076, India, have been appointed as a Scrutinizer by the Board of Directors of ADOR MULTIPRODUCTS LIMITED (the "Company") for e-voting held between August 23, 2015 to August 25, 2015 (less than statutory period) on the below mentioned resolution(s), set out in the notice convening the 67<sup>th</sup> Annual General Meeting of the Equity Shareholders, to be held on August 26, 2015 at "Rohini Hall", Hotel Ajantha, 22-A, M.G. Road, Bangalore - 560 001.

# Responsibility of the Management of the Company

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder in relation to exercising of voting rights through electronic means in relation to resolutions proposed to be passed at the ensuing Annual General meeting of the Company.

## Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes casted "in favour" or "against" the resolution(s) set out in the notice convening the Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

In respect of the e-voting, I submit as follow:

- On completion of E-Poll by the members of the Company, Canbank Computer Services Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.
- 2. The votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The votes, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:
  - (a) Resolution No. 1 -Adoption of Accounts

#### (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	998314	99.99

(ii) Voted against the resolution:

Number of members present and	Number of votes cast by	% of total number of
voting (in person or by proxy)	them	valid votes cast
4	80	0.01

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(iii) In valid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(b) Resolution No. 2 -

Re-appointment of Mrs. N. Malkani Nagpal

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	998314	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	80	0.01

(iii) In valid votes:

NIL	NIL
proxy) whose votes were declared invalid	A
Total number of members (in person or by	Total number of votes cast by them

(c) Resolution No. 3 -

**Appointment of Statutory Auditors** 

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by prexy)	Number of votes cast by them	% of total number of valid votes cast
10	998314	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	80	0.01

(iii) In valid votes:

ii) iii valid votes .				
Total number	of members	(in person	or by	Total number of votes cast by them
proxy)			-	
	NIL			NIL

(d) Resolution No. 4 -

**Appointment of Branch Auditors** 

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)  7	Number of votes cast by them	% of total num valid votes cast	NPAL GOAL
7	926601	99.99	= OANGALORE TO
			FCS6880 ]

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(ii) Voted against the resolution:

(II) Voted against the resolution.	Vi I funder cost bu	% of total number of
Number of members present and voting (in person or by proxy)	resent and Number of votes cast by % of total votes them valid votes	valid votes cast
1	80	0.01

(ii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Not Available	Not Available

(e) Resolution No. 5 - Appointment of Mr. Gaurav Lalwani, Director as an Independent Director of the Company

(i) Voted in favour of the resolution:

(i) Voted in favour of the resolution.		1 2 4 4 4 4 4 4 4 4 4 4 4 4
Number of members present and	Number of votes cast by	% of total number of
voting (in person or by proxy)	them	valid votes cast
7	926601	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by prexy)	Number of votes cast by them	% of total number of valid votes cast
1	80	0.01

(iii) Invalid votes:

Not Available	Not Available
Total number of members (in person or proxy) whose votes were declared invalid	

(f) Resolution No. 6 Appointment of Mrs. N. Malkani Nagpal, Additional Director as Promoter Director
of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person er by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	926601	99.99

(iv) Vote d against the resolution:

voting (in person or by proxy)	80	0.01
Number of members present and voting (in person or by proxy)	Number of votes cast by them	valid votes cast

(v) Invalid votes:

Total number of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid	
Not Available	Not Available



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 A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the authorized representative of the Company.

Thanking you, Yours faithfully,

Thirupal Gorlege FCS: 6680 CP No. 6424

Place: Bangalore Dated: August 27, 2015