

FORM No. MGT-13

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 POLL

To,
The Chairman
67th Annual General Meeting of the Equity Shareholders of
ADOR MULTIPRODUCTS LIMITED held on August 26, 2015
A-13 & 14, III Stage, Peenya Industrial Estate, Bangalore - 560 058

Dear Sir,

Sub.: Report on passing of resolutions through poll under the Section 109 of the Companies Act, 2013 read with the listing agreement

We, **CS Thirupal Gorige**, a Practising Company Secretary, having office at No. 87, 2nd Floor, 21st Cross, 7th Main, N S. Palya, BTM 2nd Stage, Bangalore - 560 076, India and Chinglepat Kothadaram Venugopal (Client ID - IN30021417518883), residing at No. 375 Old No 101, Sri Nilayam, Kudlu Village Madiwala Post, Bangalore - 560 068, have been appointed as Scrutinizers by the Chairman of the 67th Annual General Meeting of **M/S. ADOR MULTIPRODUCTS LIMITED** (the "Company") for the purpose of the poll taken on the below mentioned resolution(s), set out in the notice convening the 67th Annual General Meeting of the Equity Shareholders, held on August 26, 2015 at 9:00 A.M. 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 poll in relation to resolutions proposed to be passed at the ensuing Annual General meeting of the Company.

Responsibility as Scrutinizers

Our responsibility as Scrutinizers for the polling process at the 67th AGM 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 ballot papers and records of the Company.

In respect of the poll taken at the 67th AGM, we submit our report as follow:

1. After declaration of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on it.
2. The ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent (R&TA) of the Company and the authorizations lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e., on e-voting as well as on poll. As per the information given by the Company, the names of the shareholders who had voted on e-voting through NSDL facility had been blocked and ballot papers were issued to only those members who were present at the AGM and who had not casted their votes through e-voting.
3. The poll papers 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
33	2946	100



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(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
Nil	Nil	Nil

(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
2	2

(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
32	2945	100

(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
Nil	Nil	Nil

(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
3	11

(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 proxy)	Number of votes cast by them	% of total number of valid votes cast
31	2935	99.66

(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
1	10	0.34

(iii) In valid votes :

Total number of members (in person or by proxy)	Total number of votes cast by them
3	11



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(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)	Number of votes cast by them	% of total number of valid votes cast
31	2935	99.66

(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
1	10	0.34

(ii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	11

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

(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
30	2933	99.66

(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
1	10	0.34

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	13

(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 or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	2943	100

(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
Nil	Nil	Nil



[Handwritten Signature]

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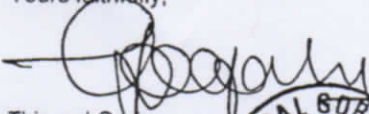
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	13


5. 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 submitted to the authorized representative of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the authorized representatives of the Company.

Thanking you,
Yours faithfully,


Thirupal Goudge
FCS: 6680
CP No. 6424

Place: Bangalore
Dated: August 27, 2015




Chinglepat Kothadaram Venugopal
Client ID - IN30021417518883

Place: Bangalore
Dated: August 27, 2015