

SUDESHKUMAR & ASSOCIATES
CHARTERED ACCOUNTANTS

Sudeshkumar V. Joshi
B.Com., F.C.S, F.C.A.

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Date: 01.10.2016

**SCRUTINIZER'S CONSOLIDATED REPORT
(E-VOTING PROCESS & POLL PROCESS)**

**{Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the
Companies (Management and Administration) Rules, 2014}**

To,

The Chairman of 60th Annual General Meeting of the Members of **Belapur Industries Limited** (the Company) held on Friday, 30th day of September, 2016, at 11.00 a.m. at Gymkhana, Belapur Industries Limited, P.O Harigaon, Taluka Shrirampur, Dist. Amhednagar, Maharashtra.

Dear Sir,

1. I, Sudeshkumar V. Joshi, Proprietor of M/s Sudeshkumar & Associates, Chartered Accountants, Mumbai, have been appointed by the Board of Directors of **Belapur Industries Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing e-Voting Process and Poll Process in a fair and transparent manner and ascertaining the requisite majority on Voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the Resolutions passed at the 60th Annual General Meeting (AGM) of the Members of the Company, held on Friday, the 30th day of September, 2016.
2. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made there under and also the requirements thereof relating to voting through electronic means and Polling Process on the resolutions contained in the Notice of the 60th AGM of the Members of the Company. As the Scrutinizer for the e-Voting process and Poll Process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice of the 60th AGM, based on the reports generated from the e-Voting system provided by the National Securities Depository Ltd (**NSDL**), the authorized agency to provide Remote e-Voting facilities, engaged by the Company and from the Polling Process conducted at the 60th AGM.
3. Further to above, I submit my Report as under:-
 - i. The Remote e-Voting period remained open from Tuesday, 27th September, 2016, (9.00 a.m.) to Thursday, 29th September, 2016, (5.00 p.m.).

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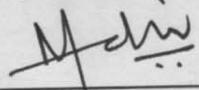
- ii. The Members of the Company as on the "cut-off" date i.e. 23rd September, 2016, were entitled to vote on the Resolutions (items No. 1 to 3 as set out in the Notice of the 60th AGM of the Company).
- iii. After the time fixed for closing of the poll by the Chairman, 1(One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- iv. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- v. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- vi. Thereafter, the electronic votes cast through remote e-voting were unblocked at 12.05 p.m. i.e. after the Conclusion of 60th Annual General Meeting in the presence of 2 witnesses Ms. Sweta Jadhav and Ms. Anuradha Belekar who are not in the employment of the Company.
- vii. Then, the details containing, inter alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-Voting website of NSDL i.e. <https://evoting.nsdl.com>
- viii. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

The Consolidated result of the Voting (Remote e-voting+ Poll Process) is given in attachment hereto marked as 'Annexure'.


Sudeshkumar V. Joshi
(Scrutinizer)

Encl.: As Above

Countersigned:
For Belapur Industries Limited


Anuradha Govindrao Adik
(Director)

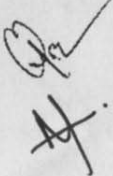
Annexure

BELAPUR INDUSTRIES LIMITED
60th AGM (30.09.2016)

Resolution No.:1 - To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 including audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Directors and Statutory Auditors thereon.
[Ordinary Resolution]

Total Vote Cast:	807180	Total Valid Votes:	807180	Invalid Votes:	0
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Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
773225	99.967678	250	0.0323217	33705	100	0	0	806930	99.969028	250	0.03097203
Invalid Votes:		0		Invalid Votes:		0		Invalid Votes:		0	


Result: Resolution passed with majority.

Annexure

BELAPUR INDUSTRIES LIMITED
60th AGM (30.09.2016)

Resolution No.:2 - To appoint a Director in place of Ms. Anuradha Govindrao Adik (DIN: 06898098) who retires by rotation and being eligible, offers herself for re-appointment. [Ordinary Resolution]

Total Vote Cast:	807180	Total Valid Votes:	807180	Invalid Votes:	0
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Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
773250	99.970911	225	0.0290895	33705	100	0	0	806955	99.9721252	225	0.02787482
Invalid Votes:		0		Invalid Votes:		0		Invalid Votes:		0	

Result: Resolution passed with majority.

Annexure

BELAPUR INDUSTRIES LIMITED
60th AGM (30.09.2016)

Resolution No.:3 - To ratify the appointment of M/s. N.S Naik & Co., Chartered Accountants, Shirampur (FRN 106815W) as Statutory Auditor for the Financial Year 2016-17 and authorize Board to fix their remuneration.
[Ordinary Resolution]

Total Vote Cast:	807180	Total Valid Votes:	807180	Invalid Votes:	0
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Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
773225	99.967678	250	0.0323217	33705	100	0	0	806930	99.969028	250	0.03097203
Invalid Votes:		0		Invalid Votes:		0		Invalid Votes:		0	

Result: Resolution passed with majority.