

**SYNTHIKO FOILS LIMITED**

Regd. Office : 84/1, 84/2, Jamsar Road, Jawhar,

Dist. : Palghar - 401 603. Tel. : 02520-222360

E-mail : foilslimited@rediffmail.com

CIN No. : L27200MH1984PLC033829

1st October, 2019

To,

To,

Department of Corporate Service (DCS-CRD),

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort,

Mumbai - 400 001.

Sub: Submission of Voting Results and Scrutinizers Report of Synthiko Foils Limited.**Ref: Scrip Code 513307**

Dear Sir,

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find attached herewith detailed Voting results of the votes casted at the 34th Annual General Meeting of the Company held on 30th September, 2019 at 02.00 pm.

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For SYNTHIKO FOILS LIMITED

Bhavesh Dadhia
BHAVESH DADHIA
WHOLE-TIME DIRECTOR
DIN - 00726076



To,
Chairman
SYNTHIKO FOILS LTD
84/1, 84/2,
Jamsar Road,
Jawhar, Dist. Palghar
Palghar- 401603.

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through remote e-voting and physical ballot forms in terms of provisions of the Companies Act, 2013 read with the Rules issue there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Mr. Prasad Chavan, Partner of M/s HS Associates, Practicing Company Secretaries, appointed as a scrutinizer in the meeting of Board of Directors of the Company held on 14th August , 2019 to conduct the following:-

Remote e-voting process and to scrutinize the **Physical Ballot Forms** received from the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

- B. The Company had availed the remote e-voting facility provided by Central Depository Services Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, 27th September, 2019 at 9.00 a.m. and ended Sunday, 29th September, 2019, at 5.00 p.m. and the CDSL remote e-voting platform was blocked thereafter.
- C. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses (Names, Address and signature below) who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted. Votes cast through physical ballot forms received up to 5:00 p.m. on Sunday, 29th September, 2019 were considered.





Name: Mr. Kunal Sakpal
Address: 206, 2nd Floor, Tantia & Jogani
Industrial Estate, J. R. Boricha Marg, Opp.
Lodha Excelus, Lower Parel (E), Mumbai- 400
011.



Name: Mr. Ameya Masurkar
Address: 206, 2nd Floor, Tantia & Jogani
Industrial Estate, J. R. Boricha Marg, Opp.
Lodha Excelus, Lower Parel (E), Mumba- 400
011.

- D. The company had also provided voting by Physical ballot forms to the members who do not have access to remote e-voting.
- E. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
- F. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to remote E-voting on the resolutions contained in the notice of the Annual General Meeting, my responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the notice of AGM based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and based on the Physical Ballot forms received before and at the AGM.
- G. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and physical ballot forms received respectively.
- H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e - voting together with the results of voting through Physical Ballot forms in respect of the said resolutions:-



Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider and adopt the audited accounts for the year ended March 31st, 2019 along with notes thereon as on that date and the reports of Directors and Auditors thereon.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	825880	100	825880	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	825880	100	825880	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	48896	5.34	8	48888	0.02	99.98
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	127206	13.92	78318	48888	61.57
Total		1740000	953086	54.78	904198	48888	94.87	5.13

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



HS ASSOCIATES

Resolution 2: To reappoint Mrs. Sheetal Dadhia (DIN: 07144050) Director who retires by rotation and eligible offers him for re-appointment.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	825880	100	825880	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	825880	100	825880	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	48896	5.34	8	48888	0.02	99.98
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	127206	13.92	78318	48888	61.57
Total		1740000	953086	54.78	904198	48888	94.87	5.13

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



HS ASSOCIATES

Resolution 3: Appointment of M/s. S. C. Mehra & Associates , Chartered Accountants as Auditors of the Company for a period of 3 years.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	825880	100	825880	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	825880	100	825880	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	5888	0.64	0	5888	0	100
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	84198	9.21	78310	5888	93.00
Total		1740000	910078	52.30	904190	5888	99.35	0.65

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



Resolution 4: Re-Appointment of Mr. Ramesh Dadhia (DIN: 00726044) as Managing Director for a period of 3 years.**								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter are interested in the agenda / resolution			Yes					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	536240	64.93	536240	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	536240	64.93	536240	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	48896	5.35	8	48888	0.02	99.98
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	127206	13.92	78318	48888	61.51
Total		1740000	663446	38.13	614558	48888	92.63	7.37

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

**Since the transaction is not material as per regulation 23(4) of LODR, 2015 and not falling under the purview of Section 188 of the Companies Act, 2013. Promoter voting is considered except for Mr. Ramesh Dadhia being interested.



Resolution 5: Re-Appointment of Mr. Bhavesh Dadhia (DIN: 00726076) as Whole-Time Director for a period of 3 years.**								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter are interested in the agenda / resolution			Yes					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	662080	80.17	662080	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	662080	80.17	0	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	48896	5.35	8	48888	0.02	99.98
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	127206	13.92	78318	48888	61.57
Total		1740000	789286	45.36	740398	48888	93.81	6.19

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

**Since the transaction is not material as per regulation 23(4) of LODR, 2015 and not falling under the purview of Section 188 of the Companies Act, 2013. Promoter voting is considered except for Mr. Bhavesh Dadhia being interested.



Resolution 6: Re-Appointment of Mr. Dilip Punjabi (DIN: 00725991) as Non-Executive Independent Director for a further period of 5 years.

Resolution Required: (Ordinary or Special)		Special						
Whether Promoter/ Promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	825880	825880	100	825880	0	100	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		825880	825880	100	825880	0	100
Public Institution	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institution	E-voting	914120	48896	5.34	8	48888	0.02	99.98
	Poll*		78310	8.57	78310	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		914120	127206	13.92	78318	48888	61.57
Total		1740000	953086	54.78	904198	48888	94.87	5.13

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Bhavesh Dadhia, Whole-Time Director of the Company.

All the aforesaid resolutions were passed with requisite majority.

**For HS Associates,
Company Secretaries,**

 

**Prasad Chavan
Partner
ACS. -49921
CP No. - 20415**

**Date: - 1st October, 2019
Place: -Mumbai**