



S. SATHYANARAYANAN & CO

Company Secretaries



S. Sathyanarayanan

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Scrutinizer's Report – Postal Ballot – Physical Voting & E-Voting

[Pursuant to section 110 of the Companies Act, 2013 and rule 22 of the
Companies (Management and Administration) Rules, 2014]

THE CHAIRMAN,
GALAXY SURFACTANTS LIMITED
(CIN: U39877MH1986PLC039877)
C-49/2, TTC, Industrial Area,
Pawane, Navi Mumbai – 400703

4th October, 2017

Dear Sir,

Sub: Postal Ballot Results, in respect of Postal Ballot notice dated 17/08/2017.

Pursuant to the resolution passed by the Board of Directors of “**GALAXY SURFACTANTS LIMITED**” (CIN-U39877MH1986PLC039877) (hereinafter referred to as ‘the Company’) on 17th August 2017, I have been appointed as the Scrutinizer to receive, process and scrutinize Postal Ballot Papers – physical documents & remote voting (e-voting)- in respect of the following resolution:

Item No	Reference to the Companies Act, 2013	Description of the resolution	Type of Resolution
1.	Section 14	Special Resolution for adoption of new set of Articles of Association in place of existing set of Articles of Association of the Company as required under the Companies Act, 2013.	Special



I submit my report as detailed hereunder:

1. The notice dated 17th August, 2017 under Section 110 of the Companies Act, 2013 regarding Postal Ballot was issued individually to all the shareholders and the notices were dispatched on 31st August, 2017 by courier / post.
2. The postal ballot notice dispatched to the shareholders stated that all postal ballot forms received up to the closure of working hours on 29th September, 2017 upto 5.00 p.m., the last date and time fixed by the Company for receipt of the forms, according to Section 110 of the Companies Act, 2013, would be considered.
3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
4. Particulars of all the postal ballot forms and e-voting received from the members were entered in a register separately maintained for the purpose.
5. All the Postal Ballot Forms and voting done through e-voting were scrutinized and processed and a computer statement containing the Shareholders Name, Folio Number/Client ID No./DP ID, Postal Ballot Number, Number of Shares held, Number of Votes Polled, Assented, Dissented and Rejected were generated.
6. All postal ballot forms received up to Friday, 29th September, 2017 up to the close of working hours (17.00 hrs) were scrutinized by me.
7. The postal ballot envelops were opened on 03rd October, 2017 in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company /list of beneficiaries as on 25th August, 2017 the Record Date as specified by the Company.
8. The e-voting details were downloaded from CDSL website after the closing of voting time on 29th September, 2017 after 5.00 p.m. and the details of e-voting were generated by me through the facility provided by CDSL.
9. During the course of scrutiny of Postal Ballot Forms, I have not come across any defaced/mutilated Postal Ballot Forms.
10. I have handed over the postal ballot forms and related papers/registers and records to the Company Secretary/authorized Representative by the Board to supervise the postal ballot process, on date along with the Reports.



11. The results of the postal ballot forms are as follows:

Details	Number of Ballot Forms	Number of Shares held
Total Received	87	2,48,65,498
Total Voting		
• Valid Postal Ballot Forms		
- For Item No. 1	57	16,66,534
• Valid E-Voting		
- For Item No. 1	24	2,31,91,964
• Invalid Postal Ballot Forms		
- For Item No. 1	6	7,000
Total Shares valid for Voting	81	2,48,58,498
Total Valid Vote Casted	81	2,48,58,498

• **Reasons for invalid entries:**

X	Unsigned Postal Ballot
✓	Discrepancy in signature
X	Votes cast both in favour and also against the resolution
✓	No option exercised by the Shareholders
X	The ballot paper is received in torn or defaced or mutilated condition to an extent that it is difficult for the scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked or one or more of the above grounds.

Consequently Invalid Postal Ballots were not taken into account for voting.

The particulars of the valid postal ballot forms received depicting the assent and dissent of the shareholders for the purpose of seeking their approval for the above referred resolution by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 are elucidated herein below:



“RESULT OF POLL”

Item No. 1: Special Resolution

Special Resolution for adoption of new set of Articles of Association in place of the existing set of Articles of Association of the Company as required under the Companies Act, 2013.

(i) Voted in Favour of Resolution

Postal Ballot Voting	Number of Member who Voted	Number of Votes Cast by them	% of total number of Valid Votes Cast
Physical	57	16,66,534	6.70%
Electronic (e-voting)	24	2,31,91,964	93.30%
Total	81	2,48,58,498	100.00%

(ii) Voted Against the of Resolution

Postal Ballot Voting	Number of Member who Voted	Number of Votes Cast by them	% of total number of Valid Votes Cast
Physical	00	0	0.00%
Electronic (e-voting)	00	0	0.00%
Total	00	0	0.00%

(iii) Invalid Votes

Postal Ballot Voting	Number of Member who Voted	Number of Votes Cast by them
Physical	6	7,000
Electronic (e-voting)	0	0
Total	6	7,000

ACCORDINGLY THE ASSENT FOR CARRYING OUT THIS RESOLUTION IS 100.00% TO THE TOTAL VALID SHARES VOTED.


Summary of Postal Ballot is annexed herewith.



We thank you for the opportunity given to act as a Scrutinizer for the above
Postal Ballot Notice dated 17th August, 2017.

Thanking You,

Yours Faithfully,
FOR S. SATHYANARAYANAN & CO.,
COMPANY SECRETARIES



(S. SATHYANARAYANAN)
COMPANY SECRETARY
PROPRIETOR



FCS No.4966
C P No. 3251

Encl : as above

GALAXY SURFACTANTS LIMITED

CIN-U39877MH1986PLC039877

SUMMARY OF POSTAL BALLOT DATED 17th AUGUST, 2017

RESOLUTION NUMBER	PARTICULARS	NO. OF POSTAL BALLOT FORMS RECEIVED INCLUDING E-VOTING (1)	NO. OF INVALID POSTAL BALLOT FORMS IN RELATION TO RESPECTIVE RESOLUTION (2)	NO. OF VALID POSTAL BALLOT FORMS (3)	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	TOTAL VALID VOTE CASTED	INVALID VOTES	TOTAL VOTES HELD VALID
1.	Special Resolution for adoption of new set of Articles of Association in place of existing set of Articles of Association of the Company as required under the Companies Act, 2013.	87	6	81	2,48,58,498	0	2,48,58,498	7,000	2,48,58,498
	PERCENTAGE TO VALID VOTES CAST				100.00%	0.00%	100%		

**FOR S. SATHYANARAYANAN & CO.,
COMPANY SECRETARIES**

**(S. SATHYANARAYANAN)
COMPANY SECRETARY
PROPRIETOR**

Dated 4th October, 2017

