



SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Vinyoflex Ltd.
MEETING	23 rd Annual General Meeting
DATE & TIME	Wednesday, 21 st September 2016 at 11.00 A.M.
VENUE	307 SILVER CHAMBER, TAGORE ROAD, RAJKOT 360 001

1. Appointment As Scrutinizers :

I was appointed as the Scrutinizer for the remote e-voting as well as the electronic voting conducted at the 23rd Annual General meeting (23rd AGM) of **VINYOFLEX LIMITED** (hereinafter referred to as the Company) held on Wednesday, 21st September 2016 at 11.00 A.M. 307 SILVER CHAMBER, TAGORE ROAD, RAJKOT 360 001.

2. Dispatch of Notice convening the Meeting:

The company has informed that, on the basis of the Register of members and list of beneficiary owners made available by the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) the company completed dispatch of the Notice in due course of the AGM.

3. Cutoff date:

The voting rights were reckoned as on 12th September 2016 being cut off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.





4. Remote e-Voting:

The Company had appointed M/s National Securities Depository Limited (NSDL) as the agency for providing the remote devoting platform.

5. Counting Process :

On completion of voting at the meeting, NSDL provided me with the list of members who had cast their votes, their holding details and details of vote cast on the resolution.

The votes were reconciled with the record maintained by the company and NSDL with respect to the authorizations lodged with the company

I unblocked the remote e – Voting results on the NSDL e-voting platform in the presence of Mr. Vinod Tilva and Ms. Hetal Lodhiya and downloaded the e-voting results.

6. Results :

I Observed that


- a) 8 members had cast their votes at the meeting
- b) 1 member had cast their votes through remote e-voting

The consolidated results with respect to each item on the agenda as set out in the Notice is enclosed





Based on the aforesaid results, I report that two ordinary resolutions as contained in Item No. 1 & Item No. 2 and two special resolutions as contained in Item NO 3 & Item No. 4 of the Notice has been passed with requisite majority.


CS. CHETAN D SHAH
COMPANY SECRETARY
CP. NO. 3930



DATE: 21ST SEPTEMBER 2016
PLACE: RAJKOT





CONSOLIDATED RESULTS

Item No. 1 Adoption of Financial Statements for the Financial Year ended 31st March 2016

Particulars	Remote E-votes		voting at the AGM		Total		Percentage Of Votes (%)
	Numbers	Votes	Number	Votes	Number	Votes	
Assent	1	6720	8	357300	9	364020	100
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	1	6720	8	357300	9	364020	100

Based on the aforesaid results, I report that the ordinary resolution as contained in Item No. 1 of the Notice has been passed with requisite majority.

Item No. 2 Re-appoint Mr. Masukhbhai Premjibhai Patel (DIN : 01353327) and Vinod Khimji Tilva (DIN: 00275279) who retires by rotation at this meeting and being eligible, offers himself for re-appointment

Particulars	Remote E-votes		voting at the AGM		Total		Percentage Of Votes (%)
	Numbers	Votes	Number	Votes	Number	Votes	
Assent	1	6720	8	357300	9	364020	100
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	1	6720	8	357300	9	364020	100

Based on the aforesaid results, I report that the ordinary resolution as contained in Item No. 2 of the Notice has been passed with requisite majority.





Item No. 3 Appointment of Auditor M/s. G. N. BHATELIA & CO, Chartered Accountants (ICAI, Firm Registration No. 101303W) be and is hereby appointed as a statutory auditor of the company to fill the casual vacancy arise due to resignation of M/s. GADHIA KARACHIWALA & CO, Chartered Accountants (ICAI, Firm Registration No. 102887W), hereby M/s. G. N. BHATELIA & CO appointed as Auditors of the Company pursuant to Section 139 of the Companies Act, 2013, (the "Act"), the Companies (Audit and Auditors) Rules, 2014

Particulars	Remote E-votes		voting at the AGM		Total		Percentage Of Votes (%)
	Numbers	Votes	Number	Votes	Number	Votes	
Assent	1	6720	8	357300	9	364020	100
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	1	6720	8	357300	9	364020	100

Based on the aforesaid results, I report that the special resolution as contained in Item No. 3 of the Notice have been passed with requisite majority.





Item No. 4 Appointment of Mr. Kiritkumar B. Makadia as a Chief financial officer (CFO) of the company Pursuant to provision of section 203 of The Companies Act, 2013 read with rule 8 of companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 for the five year.

Particulars	Remote E-votes		voting at the AGM		Total		Percentage Of Votes (%)
	Numbers	Votes	Number	Votes	Number	Votes	
Assent	1	6720	8	357300	9	364020	100
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	1	6720	8	357300	9	364020	100

Based on the aforesaid results, I report that the special resolution as contained in Item No. 4 of the Notice have been passed with requisite majority.


CS. CHETAN D SHAH
COMPANY SECRETARY
CP. NO. 3930



DATE: 21ST SEPTEMBER 2016
PLACE: RAJKOT