

AJAY GARG
Corporate Counsel & Lawyer

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To

The Chairman,
Avery India Ltd
Plot Nos. 50-59, Sector-25,
Ballabgarh, Faridabad - 121004

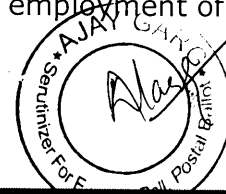
Subject: Consolidated Scrutinizer Report on E-Voting carried out during 26th September, 2017 (9:00 am) to 28th September, 2017 (5:00 pm) and poll conducted at the 70th Annual General Meeting of Avery India Limited held on 29th September, 2017 at 11:00 AM.

Dear Sir,

I, **Ajay Garg, MBA, FCS, LLB, Corporate Counsel and Lawyers** having office at 1st Floor 970, Sector- 21D, Faridabad- 121001, have been appointed as Scrutinizer for the purpose of scrutinizing e-voting, as well as poll on the day of 70th Annual General Meeting.

I hereby furnish the consolidated report as under:

1. The Company engaged the services of National Securities Depository Limited to offer the e-voting facility which was kept open to its shareholders for the period commencing from Tuesday 26th September, 2017 (9:00 am) to Thursday, 28th September, 2017 (5:00 pm). The shareholders whose names appeared on the Registers of members list as on the cut-off dates of 22nd September, 2017 were allowed to participate and vote during the aforesaid period of e-voting.
2. At the **70th** Annual General Meeting of the Company held on Friday, the 29th day of September, 2017, at 11:00 A.M. at Plot Nos. 50-59, Sector-25, Ballabgarh, Faridabad-121004, Haryana, a poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
3. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 28th September, 2017 (at 5:00 PM) the e-voting portal was blocked for voting.
4. The votes were unblocked on 29th September, 2017 around 12:00 Noon in the presence of two examiners **Ms. Divya Bansal**, Qualified Company Secretary and B.Com, residing at H. No. 1539 Sector-3, Faridabad - 121004 & **Ms. Prabhjeet Kaur**, B. Com. and Intermediate Company Secretary, residing at H. No. 5F/44 NIT, Faridabad - 121001 who are not in the employment of the



Company and they have signed below in confirmation of votes being unblocked in their presence.

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5. The Company E-voting and Poll have been carried out in fair and transparent manner. There were 35 members present out of which 33 were present personally and 2 by way of proxy.
6. Brief summary of Voting is as under:

Details	Information
Dates and timing of E-voting	26th September, 2017 (9:00 am) to 28th September, 2017 (5:00 pm)
Date and timing of A.G.M.	29 th September, 2017 at 11.00 AM
Total Number of Shares on Record Date	98,32,302
Total Voted Shares	Resolution 1 - 89,69,491 Resolution 2 - 89,68,497 Resolution 3 - 89,68,497
Last Date of E-Voting	28th September, 2017 (5:00 pm)

- a) **Resolution-1:** To receive, consider and adopt audited standalone and consolidated Financial Statements for the year ended 31st March, 2017 together with notes thereto and the Report of the Board of Directors' and Auditors' thereon.
- b) **Ordinary Resolutions:** Passed

Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
E-Voting	5	980	98.39	1	16	1.61
Poll	30	89,68,486	100	0	0	0
Total	35	89,69,466	99.99	1	16	1.61

Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
E-Voting	0	0
Poll	5	9
Total	5	9

Shabir Dast

 29/9/17

a) **Resolution-2:** To appoint a Director in place of Ms. MaryAnn Spiegel, who retires by rotation and being eligible offers herself for re- appointment.

b) **Ordinary Resolutions:** Passed

Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
E-Voting	2	2	100	0	0	0
Poll	30	89,68,486	100	0	0	0
Total	32	89,68,488	100	0	0	0

Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
E-Voting	0	0
Poll	5	9
Total	5	9

a) **Resolution-3:** Approval of Members for Appointment of Auditors and to fix their remuneration.

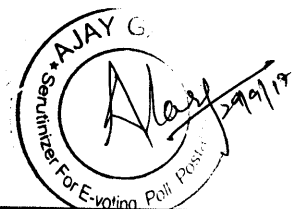
b) **Ordinary Resolutions:** Passed

Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
E-Voting	2	2	100	0	0	0
Poll	30	89,68,486	100	0	0	0
Total	32	89,68,488	100	0	0	0

Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
E-Voting	0	0
Poll	5	9
Total	5	9



7. This Consolidated report has been prepared in consonance with the voting through e-voting and poll at AGM.
8. The Chairman may proceed to declare the results as all resolution are passed with requisite majority as per his convenience and subject to compliance of the timelines prescribed in the Companies Act, 2013.
9. The same along with Scrutinizers report need to be uploaded on the website of the Company, if any and also on the website of NSDL (agency).

The Scrutinizer hereby registers his appreciation towards management in carrying out the whole process in fair and transparent manner.

Thanking You,

Yours faithfully,



(Ajay Garg)
Scrutinizer to the E-voting & Poll

Place: Faridabad

Date: 29.09.2017

Annexure- Excel Sheet:

- **E-voting (standalone); and**
- **Voting at AGM (standalone)**
- **E-Voting Sheet from NSDL**