

Dear Shareholders

Sub: Declaration of results of e-voting and poll

As per the provisions of the Companies Act, 2013, the Company had provided the facility of remote e-voting and voting through ballot paper at the meeting to the Shareholders to enable them to cast their vote on the resolutions proposed in the Notice of the 11th Annual General Meeting (AGM). The e-voting was open from 24th September, 2017 to 26th September, 2017.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 11th AGM, voting was conducted by means of remote e-voting and ballot at the AGM.

The Board of Directors had appointed Mr. Jay Mehta, Practicing Company Secretary as the Scrutinizer for remote e-voting and ballot at the meeting. The Scrutinizer has carried out the scrutiny of all the votes received and submitted their Report on 29th September, 2017.

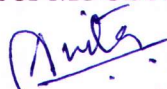
Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 11th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

In connection with the above find enclosed the voting results and scrutinizers report.

Thanking you

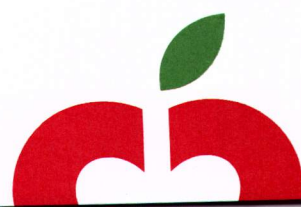
Yours Sincerely

For **MSCDA Limited**

A handwritten signature in blue ink, appearing to read 'Anita', is written over a horizontal line.

Anita Pandey

Company Secretary





JAY MEHTA & ASSOCIATES
COMPANY SECRETARIES

Off. No. 5, Gr. Floor, Rajshila CHS Ltd.,
597, J.S.S. Road, Marine Lines (East),
Mumbai - 400 002. Tel. : 022 - 2205 1969
email : csjaymehta@gmail.com

JAY MEHTA & ASSOCIATES
Off No. 212, Gr Floor, Raghuleela
Mall, Pōisar, Kandivali (W),
Mumbai - 400067.
Ph. 022 - 66953058

To,
The Chairman,
Maharashtra Safe Chemists & Distributors Alliance Ltd.,
6th Floor, Corporate Park-II,
V. N. Purav Marg,
Chembur, Mumbai - 400071

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and voting at the Eleventh Annual General Meeting of Maharashtra Safe Chemists & Distributors Alliance Ltd., held on Wednesday, September 27, 2017, at 12:15 P.M. at Matunga Gujarati Club Ltd., 4 Nathalal Parekh Marg, Near Arora Cinema, Matunga Central Railway, Matunga (East), Mumbai- 400019.

I, Jay Dilipkumar Mehta, proprietor of M/s Jay Mehta & Associates, Company Secretaries, appointed as Scrutinizer, by the Board of Directors of the Company, for the purpose of scrutinizing the remote e-voting as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and voting at the Eleventh Annual General Meeting (AGM) of Maharashtra Safe Chemists & Distributors Alliance Ltd. (the Company) held on Wednesday, September 27, 2017, at 12:15 P.M. at Matunga Gujarati Club Ltd., 4 Nathalal Parekh Marg, Near Arora Cinema, Matunga Central Railway, Matunga (East), Mumbai-400019.

The Company had provide the members facility to cast their vote by electronic means, for all the items of business as set out in the Notice convening AGM, through remote e-voting services provided by National Securities Depository Limited (NSDL).


The Company had also provided the facility for voting by Ballot at the AGM for all those members who were present at the AGM but have not casted their votes by availing the remote e-voting facility.


The members, holding shares in physical form or in dematerialized form, as on cut-off date i.e. Wednesday, September 20, 2017, were entitled to vote on all the items of business as set out in the Notice convening AGM.

The remote e-voting period commenced on Sunday, September 24, 2017 at 9:00 A.M. and ended on Tuesday, September 26, 2017 at 5:00 P.M. and the NSDL e-voting platform was blocked thereafter.



After the conclusion of voting at the AGM, the votes casted the AGM were diligently counted and the ballot papers were initialled by me. Thereafter, the votes cast under remote e-voting were unblocked in presence of two witness, Ms. Binal Shah, C-808, Subhkamna Building, Mahavir Nagar, Kandivali (West), Mumbai - 400067 and Ms. Nishigandha Waradkar, Nirmal CHS Plot no. 259, Room No. 19, Sector-2, Charkop, Kandivali (West) Mumbai - 400067, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Binal Shah


Nishigandha Waradkar

I have duly scrutinized and reviewed the remote e-voting and votes tendered through ballot at the AGM and submit my consolidated Report, on the resolution(s) as mentioned below:

a) **Resolution No. 1 -**

Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2017:

(i) **Voted in favour of the resolution:**

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 63 | 980850 | 99.97% |

(ii) **Voted against of the resolution:**

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1 | 300 | 0.03% |

(iii) **Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |



b) Resolution No. 2 -

Re-appointment of Mr. Jagannath Shinde as a Director of the Company:

(i) Voted in favour of the resolution:

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 68 | 1091400 | 100% |

(ii) Voted against of the resolution:

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |



c) Resolution No. 3 -

Appointment of M/s Mitesh Mehta & Associates as Statutory Auditors for a term of five years:

(i) Voted in favour of the resolution:

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 67 | 1088900 | 100% |

(ii) Voted against of the resolution:

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |



d) **Resolution No. 4 -**

Appointment of Mr. Parari Athmaram Patil as an Independent Director for a term of five years:

(i) **Voted in favour of the resolution:**

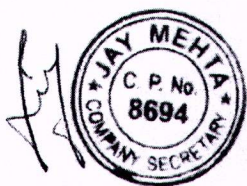
| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 68 | 1091400 | 100% |

(ii) **Voted against of the resolution:**

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) **Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |



e) **Resolution No. 5**

Approval of Sales Distribution Agreement:

(i) **Voted in favour of the resolution:**

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 68 | 1091400 | 100% |

(ii) **Voted against of the resolution:**

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) **Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |



f) **Resolution No. 6**

Approval of Leave and License Agreement:

(i) Voted **in favour** of the resolution:

| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 67 | 1091100 | 99.97% |

(ii) Voted **against** of the resolution:

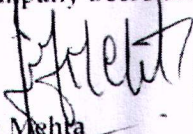
| Number of members voted | Number of Votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1 | 300 | 0.03% |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 20 | 199800 |

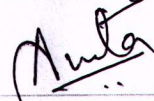
Thanking you,
Yours faithfully,

For **Jay Mehta & Associates**
Company Secretaries


Jay Mehta
Proprietor



Counter Signed:


Anita Pandey
Company Secretary

F.C.S. No.: 8672
C.P. No.: 8694

Date: 29/09/2017
Place: Mumbai