

Dear Shareholders

Sub: Declaration of results of postal ballot

As per the provisions of the Companies Act, 2013, the Company had provided the facility of remote e-voting and voting through ballot paper to the Shareholders to enable them to cast their vote on the resolutions proposed in the Postal Ballot Notice. The voting was open from 21st January 2017 to 19th February 2017.

The Board of Directors had appointed Mr. Jay Mehta, Practicing Company Secretary as the Scrutinizer for remote e-voting and voting through ballot. The Scrutinizer has carried out the scrutiny of all the votes received and submitted the Report.


Based on the Report of the Scrutinizer, all Resolutions as set out in the Postal Ballot Notice 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 All Indian Origin Chemists & Distributors Alliance Limited

A handwritten signature in blue ink, appearing to read 'S. Shukla', with a horizontal line underneath.

Suvarna Shukla
Company Secretary



To,
The Chairman,
All Indian Origin Chemists & Distributors Limited
6th Floor, Corporate Park,
V. N. Purav Marg,
Chembur,
Mumbai - 400071

Dear Sir,

Sub.: **Scrutinizer's Report on Postal Ballot by Physical Ballots and remote e-voting conducted pursuant to the provisions of section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.**

I, Jay Dilipkumar Mehta, proprietor of M/s Jay Mehta & Associates, Company Secretaries, appointed as Scrutinizer, by the Board of Directors of **All Indian Origin Chemists & Distributors Limited** (the Company), for the purpose of scrutinizing the postal ballot by physical ballots and remote e-voting as per the provisions of section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

I submit my Report as under:

- 1) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules prescribed thereunder in respect of the process of Postal Ballot i.e. voting by physical ballot and remote e-voting.
- 2) As Scrutinizer for the Postal Ballot voting process, my responsibility is to provide the Scrutinizer's Report on the votes cast in "Favour" or "Against" the resolutions stated in the Postal Ballot Notice, based on the votes cast through physical ballot or remote e-voting.
- 3) The voting through physical ballots as well as remote e-voting commenced on 21st January 2017 at 9.00 A.M. and ended on 19th February 2017 at 5.00 P.M. The shareholders holding shares as on the cut-off date i.e. Friday, 30th December 2016 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated 23rd December 2016.
- 4) The votes cast through remote e-voting were unblocked on 21st February 2017 in presence of two witness, Ms. Heenal Shah, I-1302, Agarwal Nimmit Tower, Danukarwadi, Kandivali (West), Mumbai - 400067 and Ms. Nishigandha Waradkar, Nirmal CHS Plot no. 259, Room No. 19, Sector-2, Charkop, Knadivali (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.

HPShah

Heenal Shah

N. Waradkar

Nishigandha Waradkar

I have duly scrutinized and reviewed the physical ballot and remote e-voting votes and submit my Report, on the respective resolution(s) as below:

a) **Resolution No. 1 -**

Alteration in the Object Clause of Memorandum of Association of the Company:

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	30	2685000	97.44
Physical Ballot	29	64500	2.34
Total	59	2749500	99.78

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	1	500	0.02
Physical Ballot	4	5500	0.20
Total	5	6000	0.22

(iii) **Invalid** votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	5	6000
Total	5	6000



b) Resolution No. 2 -

Approval to limits for providing Loans, Guarantee, Security and making Investments under Section 186 of Companies Act 2013:

(i) Voted in favour of the resolution:

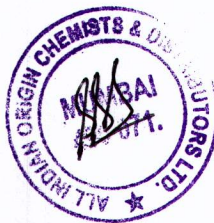
Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	30	2684500	97.56
Physical Ballot	24	57500	2.09
Total	54	2742000	99.65

(ii) Voted against of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1000	0.04
Physical Ballot	5	8500	0.31
Total	6	9500	0.35

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	5	6000
Total	5	6000



c) Resolution No. 3 -

Providing security under section 180(1)(a) of the Companies Act, 2013 in connection with the borrowings of the Company:

(i) Voted in favour of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	30	2684500	97.56
Physical Ballot	24	57500	2.09
Total	54	2742000	99.65

(ii) Voted against of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1000	0.04
Physical Ballot	5	8500	0.31
Total	6	9500	0.35

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	5	6000
Total	5	6000

Thanking you,
Yours faithfully,

For Jay Mehta & Associates
Company Secretaries

Jay Mehta
Proprietor



Counter Signed:

Suvarna Shukla
Company Secretary
Membership No.: A25619



F.C.S. No.: 8672

C.P. No.: 8694

Date: 22/02/2017

Place: Mumbai