

CONSOLIDATED REPORT

OF

SCRUTINIZER

---

ASAHI INDIA GLASS LIMITED

30<sup>th</sup> AGM HELD ON AUGUST 5, 2015

**CONSOLIDATED REPORT OF SCRUTINIZER  
(REMOTE E-VOTING & POLL)**

To,  
The Chairman  
Asahi India Glass Limited.  
CIN: L26102DL1984PLC019542

Ref. : Thirtieth Annual General Meeting of the Equity Shareholders of M/s  
Asahi India Glass Limited held on Wednesday, the 5<sup>th</sup> day of August, 2015 at  
3:00 p.m. at Air Force Auditorium, Subroto Park, New Delhi - 110 010

Dear Sir,

1. The Company has appointed me as the Scrutinizer for the purpose of scrutinizing and conducting the remote e-voting process and poll (physical voting) on the agenda items transacted at the thirtieth Annual General Meeting (AGM) of the Company held on Wednesday, the 5<sup>th</sup> day of August, 2015 at 3:00 p.m. at Air Force Auditorium, Subroto Park, New Delhi 110010 in a fair and transparent manner :
2. I submit this consolidated report for voting conducted through the 'remote e-voting' means and the physical means by ballot papers at the venue of the said Annual General Meeting, as under:
  - 2.1 The Company provided remote e-voting facility to all the Shareholders of the Company which started at 9 a.m. on Saturday, 1<sup>st</sup> August, 2015 and ended on Tuesday, 4<sup>th</sup> August, 2015 at 5:00 p.m.
  - 2.2 The votes received electronically from the Shareholders till Tuesday, 4<sup>th</sup> August, 2015 by 5:00 p.m. being the last date and time fixed by the Company for remote e-voting and votes received in poll process (physical voting) on the date of Annual General Meeting, were considered for my scrutiny.



- 2.3 Particulars of all votes received from the Members have been entered in a register separately maintained for the purpose.
- 2.4 The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company.
- 2.5 The empty polling boxes were locked and sealed in the presence of the members and proxies and subsequent to the end of the polling process, the polling boxes were opened by me in the presence of Mr. Nikunj Khandelwal and Mr. Yogesh Adhikari who are not the employees of the Company, and who have signed below as witness to the opening of poll boxes in their presence.
- 2.6 The poll papers were diligently scrutinized and the poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the company.
- 2.7 The poll papers, which were found defective because of signature mis-match, no signatures, substantial mismatch of particulars etc. have been treated as invalid and kept separately.
- 2.8 The votes received through 'remote e-voting' were unblocked at Vaishali Ghaziabad, NCR Delhi, on 07<sup>th</sup> August, 2015 in the presence of Mr. Nikunj Khandelwal and Mr. Yogesh Adhikari, who are not the employees of the Company and who have signed below as witness to the unblocking of votes.
- 2.9 No e-voting facility was provided at the venue of the said Annual General Meeting for the members who attended the said Annual General Meeting.
3. A consolidated summary of the votes cast through the remote e-voting process and the poll process (physical voting) is given below :



**Resolution No. 1: Adoption of Audited Financial Statements of the Company including audited consolidated Financial statements of the company for the financial year ended 31st March, 2015, together with the Reports of the Board of Directors and Auditors thereon.**

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	50	5,62,04,138	99.99	54	8,00,56,958	99.99	104	13,62,61,096	99.99
Votes cast against	1	74	0.00	2	52	0.00	3	126	0.00
<b>Total</b>	<b>51</b>	<b>5,62,04,212</b>	<b>100</b>	<b>56*</b>	<b>8,00,57,010</b>	<b>100</b>	<b>107</b>	<b>13,62,61,222</b>	<b>100</b>
Invalid Votes	E-Voting		Poll		Consolidated Result				
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them			
	NIL	NIL	8	14,556	8	14,556			

*\*One shareholder did not cast his vote on this resolution*



**Resolution No. 2:** Appointment of a Director in place of Mr. Kenichi Ayukawa (DIN 02262755), who retires by rotation and being eligible, offers himself for re-appointment.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	49	5,58,96,214	99.45	53	8,00,56,958	99.99	102	13,59,53,172	99.77
Votes cast against	2	3,07,998	0.55	2	2	0.00	4	3,08,000	0.33
Total	51	5,62,04,212	100	55*	8,00,56,960	100	106	13,62,61,172	100
Invalid Votes	E-Voting		Poll		Consolidated Result				
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them			
	NIL	NIL	8	14,556	8	14,556			

\*Two shareholder did not cast his vote on this resolution



**Resolution No. 3:** Appointment of a Director in place of Mr. B. M. Labroo (DIN 00040433), who retires by rotation and being eligible, offers himself for re-appointment

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	48	5,58,77,533	99.42	52	8,00,57,010	99.99	100	13,59,34,543	99.76
Votes cast against	3	3,26,679	0.58	2	2	0.00	5	3,26,681	0.24
<b>Total</b>	<b>51</b>	<b>5,62,04,212</b>	<b>100</b>	<b>54*</b>	<b>8,00,57,012</b>	<b>100</b>	<b>105</b>	<b>13,62,61,224</b>	<b>100</b>
Invalid Votes	E-Voting				Poll		Consolidated Result		
	Number of member(s)	Number of votes cast by them			Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	
	NIL	NIL			8	14,556	8	14,556	

\*Three shareholder did not cast his vote on this resolution



**Resolution No.4:** Ratification of appointment of M/s Jagdish Sapra & Co as Statutory Auditors (Firm Registration No. 001378N) and to fix their remuneration.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	49	5,62,04,137	99.99	51	8,00,56,960	99.99	100	13,62,61,097	99.99
Votes cast against	2	75	0.00	4	252	0.00	6	327	0.00
<b>Total</b>	<b>51</b>	<b>5,62,04,212</b>	<b>100</b>	<b>55*</b>	<b>8,00,57,212</b>	<b>100</b>	<b>106</b>	<b>13,62,61,424</b>	<b>100</b>
Invalid Votes	E-Voting		Poll		Consolidated Result				
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them			
	NIL	NIL	7	14,356	7	14,356			

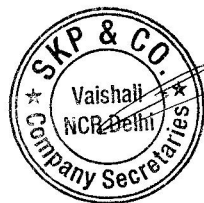
\*Three shareholder did not cast his vote on this resolution



**Resolution No.5: Appointment of Mr. Masahiro Takeda (DIN 07058532) a Non-Executive Director.**

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	49	5,58,96,214	99.45	53	8,00,57,210	99.99	102	13,59,53,424	99.77
Votes cast against	2	3,07,998	0.55	2	2	0.00	4	3,08,000	0.23
Total	51	5,62,04,212	100	55*	8,00,57,212	100	106	1,362,61,424	100
Invalid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them	
	NIL	NIL		7	14,356		7	14,356	

\*Three shareholder did not cast his vote on this resolution





**Resolution No.6:** Appointment of Ms. Shradha Suri (DIN 00176902) as an Independent Director.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	50	5,62,04,138	99.99	51	8,00,56,960	99.99	101	13,62,61,098	99.99
Votes cast against	1	74	0.00	4	252	0.00	5	326	0.00
<b>Total</b>	<b>51</b>	<b>5,62,04,212</b>	<b>100</b>	<b>55*</b>	<b>8,00,57,212</b>	<b>100</b>	<b>106</b>	<b>13,62,61,424</b>	<b>100</b>
Invalid Votes	E-Voting		Poll		Consolidated Result				
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them			
	NIL	NIL	7	14,356	7	14,356			

\*Three shareholder did not cast his vote on this resolution



**Resolution No.7:** Ratification of the remuneration payable to M/s Ahuja & Associates , Cost Auditors (Firm Registration No. 101142) of the company for the financial year ending 31 March,2016.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	50	5,62,04,138	99.99	53	8,00,57,210	99.99	103	13,62,61,348	99.99
Votes cast against	1	74	0.00	2	2	0.00	3	76	0.00
<b>Total</b>	<b>51</b>	<b>5,62,04,212</b>	<b>100</b>	<b>55*</b>	<b>8,00,57,212</b>	<b>100</b>	<b>106</b>	<b>13,62,61,424</b>	<b>100</b>
Invalid Votes	E-Voting		Poll		Consolidated Result				
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them			
	NIL	NIL	7	14,356	7	14,356			

\*Three shareholder did not cast his vote on this resolution



4. You may accordingly declare the result of voting.

Thanking you,

Yours faithfully



(CS Sundeep K. Parashar)

Scrutinizer

**SKP & Co**

Company Secretaries

Proprietor

M. No. : F 6136

C. P. No. : 6575

Date: August 7, 2015.

Place: Vaishali

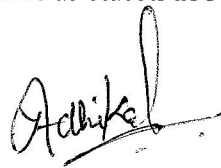


We the undersigned witness that the Polling Boxes were opened on August 5, 2015 and and votes cast through remote e-voting process were unblocked from the e-voting website of Central Depository Services (India) Limited as stated above in this report, on August 7, 2015 in our presence .



Name: Nikunj Khandelwal

Address: L-38, Naveen Shahdara,  
New Delhi- 110032



Name: Yogesh Adhikari

Address: RM II, 34B, Sector-2  
Rajender Nagar, Sahibabad-201005