

KK Sanganeria & Associates

Company Secretaries Trimurti Apartment, Ground Floor 97, Park Street, Kolkata-700 016 Phone: 033-2264 1147 kamalsanganeria1@gmail.com

REPORT OF SCRUTINIZER - COMBINED (ON E-VOTING & POLL)

Date: 10th September, 2014

To
The Chairman
Gontermann-Peipers (India) Limited
P.O. Pailan
Diamond Harbour Road
Kolkata – 700 104.

Ref: Annual General Meeting of the members of M/s. Gontermann-Peipers (India) Limited held on Wednesday, 10th September, 2014 at 11.00 A.M.

Dear Sir,

- I. K.K. Sanganeria, Practising Company Secretary has been appointed as the Scrutinizer by:
 - The Board of Directors of M/s. Gontermann-Peipers (India) Limited vide resolution dated 29th May, 2014 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 2nd September, 2014 at 10.00 a.m. to 4th September, 2014 at 6.00 p.m.
 - The Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 45th AGM of the members of the Company, held on Wednesday, 10th September, 2014 at P.O. Pailan, Diamond Harbour Road, Kolkata – 700 104 at 11.00 A.M.

The Company has availed Poll facility from M/s.MCS Limited (Registrars & Transfer Agent) for enabling the shareholders/proxies to vote at the AGM Venue.

Based on the report furnished by M/s. MCS Limited on the Poll conducted at the AGM Venue and based on the data downloaded from the Official website of the National Securities Depository Limited for the E-Voting process, I now submit combined report (E-Voting and Poll) as under:

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For Gontermann Peipers (India) Limited

Shabnum Zaman Company Secretary



	Number of members voted in E- voting	Number of e-votes cast by them	Number of members/proxie s voted - Poll	Number of votes cast- Poll them	Total No. of votes cast through e- voting and Poll	number of valid votes cast
em No.1 As Ordinary F Directors and Auditors fo	Resolution, Ado r the financial ye	ption of Stater ear ended Marci	nent of Profit & Lo	ss, Balance St	neet, Report of	the Board of
i) Voted in favour of	18	7684199	22	9496247	17180446	100
the resolution ii) Voted against the	_	 	-		-	_
resolution	40-	7684199	22	9496247	17180446	100
otal iii) Invalid votes:	18	7684199			-	-
The resolution has been I	passed unanimo	ously		<u> </u>	<u> </u>	
tem No.2 As Ordinary Re		pointment of Ms	s. Shristi Mittal, who	retires by rotat	ion.	100
i) Voted in favour of the resolution	18	7004199	22		17100710	
ii) Voted against the resolution	_	-	_	-	_	
Total	18	7684199	22	9496247	17180446	100
(iii) Invalid votes:	_					
	•		uditors and fixation	of their remune	ration.	•
The resolution has been Item No.3 As Ordinary Re (i) Voted in favour of the resolution	•		20	9496030	17180229	100.00
item No.3 As Ordinary Ro	esolution: Re-ap	7684199	20	9496030	17180229 217	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total	esolution: Re-ar	ppointment of A	20 2 22	9496030	17180229	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes:	18 – 18 – 18 – 18 – 18 – 18 – 18 – 18 –	7684199 - 7684199	20 2 22 -	9496030	17180229 217	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been	18 - 18 - passed with rec	7684199 7684199 7684199	20 2 22 -	9496030 217 9496247	17180229 217 17180446	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been	18 - 18 - passed with rec	7684199 7684199 7684199	20 2 22 -	9496030 217 9496247 ————————————————————————————————————	17180229 217 17180446 —	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No. 4 As Ordinary F	18 - 18 - passed with rec	7684199 7684199 7684199	20 2 22 -	9496030 217 9496247	17180229 217 17180446	0.00
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No. 4 As Ordinary F (i)Voted in favour of the resolution (iii)Voted against the	18 18 18 passed with rec	7684199 7684199 7684199 quisite majority	20 2 22 Mahesh Trivedi as a	9496030 217 9496247 ————————————————————————————————————	17180229 217 17180446 — Director. 17180446	100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No. 4 As Ordinary F (i)Voted in favour of the resolution (iii)Voted against the	18 18 18 passed with rec	7684199 7684199 7684199 quisite majority	20 2 22 Mahesh Trivedi as a	9496030 217 9496247 In Independent	17180229 217 17180446 ———————————————————————————————————	100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been Item No. 4 As Ordinary F (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes:	18 18 18 passed with received and the second	7684199 7684199 quisite majority ointment of Mr. 7684199 7684199	20 2 22 - Mahesh Trivedi as a	9496030 217 9496247 ————————————————————————————————————	17180229 217 17180446 — Director. 17180446	100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No. 4 As Ordinary F (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii) Invalid votes: The resolution has been	18 18 18 passed with received a second of the second of th	7684199 7684199 quisite majority ointment of Mr. 7684199 7684199 7684199 nously.	20 2 22 Mahesh Trivedi as a 22 22 22	9496030 217 9496247 	17180229 217 17180446	100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No. 4 As Ordinary F (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii) Invalid votes: The resolution has been	18 18 18 passed with received the second time. App. 18 18 18 18 18 18 18 19 19 19 19 19 19 19 19 19 19 19 19 19	7684199 7684199 quisite majority ointment of Mr. 7684199 7684199 7684199 nously.	20 2 22 Mahesh Trivedi as a 22 22 22	9496030 217 9496247 	17180229 217 17180446	100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been Item No. 4 As Ordinary F (i) Voted in favour of the resolution (iii) Voted against the resolution Total (iii) Invalid votes: The resolution has been Item No. 5 As Ordinary I (i) Voted in favour of the resolution	18 18 18 18 passed with received 18 18 18 18 18 18 18 18 18 Resolution: Approximation 18 18 18 18 18 18 18 18 18 18 18 18 18 1	7684199 7684199 quisite majority ointment of Mr. 7684199 7684199 nously.	20 2 22 Mahesh Trivedi as a 22 22 22 0f. Manoj Kumar Mitr	9496030 217 9496247	17180229 217 17180446	100 100 100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been litem No. 4 As Ordinary F (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been litem No. 5 As Ordinary I (i) Voted in favour of the resolution has been litem No. 5 As Ordinary I (ii) Voted in favour of the resolution (ii) Voted in favour of the resolution	18 18 18 passed with received a second of the second of th	7684199 7684199 7684199 7684199 7684199 7684199 7684199	20 2 22 —— Mahesh Trivedi as a 22 —— 22 —— 22 —— of. Manoj Kumar Mitr	9496030 217 9496247 9496247 9496247	17180229 217 17180446	100 100 100
(i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been Item No. 4 As Ordinary F (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: The resolution has been Item No. 5 As Ordinary I (i) Voted in favour of the resolution has been	18 18 18 18 passed with received 18 18 18 18 18 18 18 18 18 Resolution: Approximation 18 18 18 18 18 18 18 18 18 18 18 18 18 1	7684199 7684199 quisite majority ointment of Mr. 7684199 7684199 nously.	20 2 22 —— Mahesh Trivedi as a 22 —— 22 —— 22 —— of. Manoj Kumar Mitr	9496030 217 9496247	17180229 217 17180446	100

For Gontermann Peipers (India) Limited

Shabnum Zaman



	members voted in E- voting	e-votes cast by them	members/proxie s voted - Poll	votes cast- Poll them	votes cast through e- voting and Poll	number of valid votes cast
tem No. 6 As Ordinary R	esolution: Appoi	ntment of Dr. S	hekhar Chaudhuri as	an Independe	nt Director.	
i)Voted in favour of the	18	7684199	22	9496247	17180446	100
ii)Voted against the esolution		-	-	_	-	_
Fotal	18	7684199	22	9496247	17180446	100
iii)Invalid votes:				_		_
The resolution has been	•		Diner Dhushan Cha	kushadi sa sa l	ndanandant Dira	oto.
tem No.7 As Ordinary Re	esolution: Appol	ntment of Prof.	Binay Bhushan Cha	Kradarti as an i	naepenaent Dire	ctor.
(i)Voted in favour of the resolution	18	7684199	22	9496247	17180446	100
(ii)Voted against the resolution	-	-	_	-	_	_
Total	18	7684199	22	9496247	17180446	100
(iii)Invalid votes:	_			_		
The resolution has been	passed unanimo	ously.				
as the Managing Directo	r & CEO of the C	ompany for a p	eriod of three years	with effect fron	n 13 th November,	2013.
Item No.8 As Special Reas the Managing Directo (i)Voted in favour of the resolution	r & CEO of the C	7683799	eriod of three years	9496247	13 th November,	100.00
as the Managing Directo (i)Voted in favour of the	r & CEO of the C	ompany for a p	eriod of three years	with effect fron	n 13 th November,	2013.
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total	r & CEO of the C	7683799	eriod of three years	with effect fron	13 th November,	100.00
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution	17 17 18	7683799 400 7684199	22	9496247	17180046	100.00
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No.9 As Ordinary R ending 31st March, 2015.	17 1 18 passed by requiesolution: Ratific	7683799 400 7684199 Isite majority.	22 - 22	9496247 ————————————————————————————————————	17180046 400 17180446	100.00 0.00 100 -
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been ltem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution	17 1 18 passed by requiesolution: Ratification	7683799 400 7684199 Isite majority.	22 - 22	9496247 ————————————————————————————————————	17180046 400 17180446	100.00 0.00 100 -
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been litem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution	17 1 18 passed by requiesolution: Ratific	7683799 400 7684199 isite majority. cation of the received 7684199	22	9496247 	17180046 400 17180446 ditors for the final	100.00 0.00 100 - nncial year 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been litem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution Total	17 1 18 passed by requiesolution: Ratification 18 18 18	7683799 400 7684199 — isite majority.	22	9496247 9496247 9496247	17180046 400 17180446	100.00 0.00 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been litem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution	17 1 18 passed by requiesolution: Ratification 18 18	7683799 400 7684199	22	9496247 	17180046 400 17180446 ditors for the final	100.00 0.00 100 - nncial year 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been ltem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes:	17 1 18 18 passed by requesolution: Ratification 18 18 18 18 19 passed unanim	7683799 400 7684199	22	9496247	17180046 400 17180446	100.00 0.00 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been Item No.9 As Ordinary R ending 31 st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been	17 1 18 passed by requesolution: Ratification 18 18 18 18 18 19 passed unanim	7683799 400 7684199	22	9496247	17180046 400 17180446	100.00 0.00 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been litem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been litem No.10 As Special F	17 1 18 passed by requiresolution: Ratification 18 18 18 18 18 19 passed unanim	7683799 400 7684199 isite majority. cation of the reconstruction o	22	9496247	17180046 400 17180446	100.00 0.00 100
as the Managing Directo (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been ltem No.9 As Ordinary Rending 31st March, 2015. (i)Voted in favour of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: The resolution has been ltem No.10 As Special Full of the resolution (i)Voted in favour of the resolution has been ltem No.10 As Special Full of the resolution (ii)Voted in favour of the resolution (ii)Voted against the	17 1 18 passed by requiresolution: Ratification 18 18 18 18 18 19 passed unanim	7683799 400 7684199 isite majority. cation of the rel 7684199 7684199 ously. porrowing upto	22	9496247	17180446 17180446 17180446 17180446 17180446 17180446	100.00 100 100 100 100 100 100 1

Number of

Number of

Number of

Total No. of

% of total

Assent/Dissent

Number of

For Gontermann Peipers (India) Limited

KOI KATA SOOT AND THE CONTRACT SECRETION SECRE

Assent/Dissent	Number of members voted in E- voting	Number of e-votes cast by them	Number of members/proxie s voted - Poll	Number of votes cast- Poll them	Total No. of votes cast through e-voting and Poll	% of total number of valid votes cast
Item No.11 As Special Rexceeding Rs.1000 Crore	Resolution: To cre	eate mortgage /	charges / hypotheca	ation in favour	of Lenders upto	an amount no
exceeding Ns. 1000 Olon	.					
(i)Voted in favour of the	17	7683799	22	9496247	17180046	100.00
(i)Voted in favour of the resolution (ii)Voted against the		7683799 400	22	9496247	17180046 400	0.00
(i)Voted in favour of the resolution			22 - 22	9496247		

Thanking you,

Yours faithfully,

(K.K. SANGANERIA)

Practicing Company Secretary

FCS No. 2643 C.P. No. 3880

Date: 10.09.2014 Place: Kolkata

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For Gontermann Peipers (India) Limited



KK Sanganeria & Associates

Company Secretaries Trimurti Apartment, Ground Floor 97. Park Street, Kolkata-700 016 Phone: 033-2264 1147 kamalsanganeria1@gmail.com

FORM NO. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management & Administration) Rules, 2014]

Date: 10th September, 2014

To, The Chairman Gontermann-Peipers (India) Limited Registered office: P.O. Pailan, Diamond Harbour Road Pin -700 104, West Bengal

Dear Sir,

Sub: Scrutinizer's Report on Poll conducted pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 (2) of the Companies (Management and Administration) Rules, 2014.

- I, K.K.Sanganeria, Practicing Company Secretary, appointed as Scrutinizer by the Chairman of the meeting for the purpose of the poll taken on the below mentioned resolution(s), at the Forty- fifth Annual General Meeting ("AGM") of the Equity Shareholders of Gontermann-Peipers (India) Limited, held on Wednesday, the 10th September 2014 at 11:00 am at the Registered Office of the Company. I hereby submit my report as under:
- 1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized .The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer-Agents of the Company and the authorizations/ proxies lodged with the Company.
- 3. I did not find any poll papers invalid.

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For Gontermann Peipers (India) Limited



4. The result of the Poll is as under:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	Remarks
Item No.1 As Ordin Sheet, Report of t March 31, 2014.	nary Resolution, he Board of Dire	Adoption of Sta ectors and Audit	tement of Profi ors for the fina	t & Loss, Balance ancial year ended
(i) Voted in favour of the resolution	22	9496247	100	
(ii) Voted against the resolution	-	-	-	
Total	22	9496247	100	
(iii)Invalid votes:	-		-	
Item No.2 As Or	dinary Resolution	on: Re-appointn	nent of Ms. Sh	risti Mittal, who
retires by rotation				
(i) Voted in favour of the resolution	22	9496247	100	
(ii) Voted against the resolution	-	-	-	
Total	22	9496247	100	
(iii)Invalid votes:	-		-	
Item No.3 As Or		on: Re-appointm	ent of Auditor	s and fixation o
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution	n. 20	9496030	100.00	s and fixation o
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution	n. ·		•	s and fixation o
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the	n. 20	9496030	100.00	s and fixation o
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total	20	9496030	0.00	s and fixation o
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As O Independent Dire	20 2 22 redinary Resolut	9496030 217 9496247 tion: Appointme	100.00 0.00	
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution	20 2 22 redinary Resolut	9496030 217 9496247	100.00 0.00	
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As O Independent Dire (i) Voted in favour	20 2 22 22 2rdinary Resolut	9496030 217 9496247 tion: Appointme	100.00 0.00 100 nt of Mr. Mah	
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As O Independent Dire (i) Voted in favour of the resolution (ii) Voted against	20 2 22 22 2rdinary Resolut	9496030 217 9496247 tion: Appointme	100.00 0.00 100 nt of Mr. Mah	
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As O Independent Dire (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iv) Invalid votes:	20 2 22 2- 2rdinary Resolut ctor. 22 -	9496030 217 9496247 tion: Appointme 9496247	100.00 0.00 100 nt of Mr. Mah	esh Trivedi as a
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As O Independent Dire (i) Voted in favour of the resolution (ii) Voted against the resolution Total	20 2 22 2ctor. 22 22 24 dinary Resolution	9496030 217 9496247 tion: Appointme 9496247	100.00 0.00 100 nt of Mr. Mah	esh Trivedi as a
Item No.3 As Ore their remuneration (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iii) Invalid votes: Item No. 4 As Ore Independent Dire (i) Voted in favour of the resolution (ii) Voted against the resolution Total (iv) Invalid votes: Item No. 5 As Ore	20 2 22 2ctor. 22 22 24 dinary Resolution	9496030 217 9496247 tion: Appointme 9496247	100.00 0.00 100 nt of Mr. Mah	esh Trivedi as a

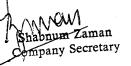
For Gontermann Peipers (India) Limited

Shabhum Zaman Company Secretary



Total	22	9496247	100	
iii)Invalid votes:	_	-	<u> </u>	
tem No. 6 As Ordin	-	n: Appointment o	of Dr. Shekhar	Chaudhuri as an
ndependent Directo	r.			
i)Voted in favour	22	9496247	100	
of the resolution				
ii)Voted against	-	-	-	
he resolution				
Total	22	9496247	100	
iii)Invalid votes:			-	
		ution: Appointm	ent of Prof.	Binay Bhushan
Chakrabarti as an In	dependent Di	rector.		
i)Voted in favour	22	9496247	100	
of the resolution		3 13 3 2 17		
ii)Voted against	_	_	-	
he resolution				
Total	22	9496247	100	
iii)Invalid votes:			-	
Item No.8 As Spe	cial Resolution	on: Approval of	the terms of	appointment and
remuneration pavab	le to Mr Susa	nta Ghosh as the	Managing Dire	ctor & CEO of the
Company for a perio	d of three yea	ars with effect fro	m 13 th Novemb	er, 2013.
	•			
i)Voted in favour	- 22	9496247	100	
of the resolution				
(ii)Voted against	-	-	-	
the resolution				
Total	22	9496247	100	
(iii)Invalid votes:	-			
Item No.9 As Ordina	iry Resolution	: Ratification of t	he remuneratio	on payable to the
Cost Audtiors for the	e financial yea	ar ending 31 st Mar	ch, 2015.	
(i)Voted in favour	22	9496247	100	
(i)Voted in favour	22	9490247	100	
of the resolution				
(ii)Voted against the resolution	-			
	22	9496247	100	
Total (iii)Invalid votes:		3430247	1 100	
Item No.10 As Spe	sial Basalutia	n. For borrowing	unto an amoi	int not exceeding
Rs.1000 Crores.	ciai Resolutio	ii. Tor borrowing	upto all alliot	ant not exceeding
(C)11000 C:				
(i)Voted in favour	22	9496247	100	
of the resolution				
(ii)Voted against	**	.=	-	
the resolution		1		
	22	9496247	100	
Total	22	9496247	100	
Total (iii)Invalid votes: Item No.11 As Specin favour of Lenders	cial Resolutio	n: To create mort	- tgage / charge	
Total (iii)Invalid votes: Item No.11 As Specin favour of Lenders	cial Resolutio s upto an amo	n: To create mort	gage / charge	
Total (iii)Invalid votes: Item No.11 As Specin favour of Lenders (i)Voted in favour	cial Resolutio	n: To create mort	- tgage / charge	
Total (iii)Invalid votes: Item No.11 As Specin favour of Lenders (i)Voted in favour of the resolution	cial Resolutio s upto an amo	n: To create mort	gage / charge	
Total (iii)Invalid votes: Item No.11 As Specin favour of Lenders (i)Voted in favour	cial Resolutio s upto an amo	n: To create mort	gage / charge	

For Gontermann Perpers (India) Limited





Total	22	9496247	100	
(iii)Invalid votes:	-			

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board of Directors for safe keeping.

C.P. No. 3880

Thanking you,

Yours faithfully,

(K.K. SANGANERIA)

Practicing Company Secretary

FCS No. 2643 C.P. No. 3880

Date: 10.09.2014 Place: Kolkata

CERTIFIED TO BE TRUE COPY

For Gontermann Peipers (India) Limited

Shabnum Zaman Company Secretary



KK Sanganeria & Associates
Company Secretaries
Trimurti Apartment, Ground Floor
97, Park Street, Kolkata-700 016

Phone: 033-2264 1147 kamalsanganeria1@gmail.com

SCRUTINIZER'S REPORT

Report to the Chairman of the Board of Directors of **Gontermann-Peipers (India) Limited**, a company incorporated under the Companies Act, 1956 having its registered office at P.O. Pailan, Diamond Harbour Road, Kolkata – 700 104 (hereinafter referred to as the "Company") on E-voting conducted on matters as set forth in the notice dated May 29, 2014 for 45th Annual General Meeting of the Company to be held on 10th September, 2014.

Dear Sir,

- Pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 (ix) of the Companies (Management and Administration) Rules, 2014 I was appointed the Scrutinizer on 29th May 2014 to the E-Voting process provided for matters as set forth in the notice dated 29th May, 2014.
- 2. On the basis of the Register of Members and the List of Beneficiary owners made available by the Depositories viz. National Securities Depositories Limited (NSDL) and Central Securities Depositories Limited (CDSL) as on July 25, 2014, the cutoff date for E-voting, the Company completed the dispatch of the notice of E-Voting.
 - By e-mail to 1742 members on 6th August, 2014.
 - 38 members (whose e-mails bounced back) on August 12, 2014
 - By Speed Post to 692 members and by registered post to 5513 members on 14th
 August, 2014
- 3. In terms of the said notice the E-voting was open between September 02, 2014 (10.00 a.m.) to September 04, 2014 (6.00 p.m.) and members were required to cast their votes electronically conveying their assent / dissent in respect of the Ordinary / Special Resolutions on E-voting platform provided by the NSDL.

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For Gontermann Peipers (India) Limited

Shabaum Zaman Company Secretary



- 4. As required by the Rules, I unblocked the E-votes on 05.09.2014 on E-voting platform provided by the NSDL after the completion of the E-voting process on 4th September 2014 at 6 p.m. in presence of two witnesses Mr. Sumanta Sarthi Mahata and Ms. Sarbani Moitra.
- 5. Based on the results made available to me by National Securities Depositories Limited (NSDL), I have annexed to the Report the results for each of the 11 resolution as set forth in the said notice.
- 6. The result of the E-voting is as under:

Assent/Dissent	Number of members who voted through E-voting system	Number of e- votes cast by them	% of total number of valid votes cast	Remarks
Item No.1 As Ordin Sheet, Report of the March 31, 2014.	nary Resolution, ne Board of Dire	Adoption of Sta ectors and Audit	tement of Profi ors for the fina	t & Loss, Balance incial year ended
(i) Voted in favour of the resolution	18	7684199	100	
(ii) Voted against the resolution		-	- '	
Total	18	7684199	100	
(iii)Invalid votes:	-		•	
Item No.2 As Orcretires by rotation			·	nristi Mittal, who
(i) Voted in favour of the resolution	18	7684199	100	
(ii) Voted against the resolution	-	-	-	
Total	18	7684199	100	
(iii)Invalid votes:	-		-	
Item No.3 As Ord their remuneration		n: Re-appointm	nent of Auditor	s and fixation o
(i)Voted in favour of the resolution	18	7684199	100	
(ii) Voted against the resolution	-	-	-	
Total	18	7684199	100	
(iii)Invalid votes:	-		-	

For Gontermann Peipers (India) Limited

Company Secretary

Item No. 4 As Or Independent Direct	dinary Resoluti tor.	on: Appointment	of Mr. Mahes	sh Trivedi as an
(i)Voted in favour	18	7684199	100	<u> </u>
of the resolution		7001133	100	
(ii)Voted against	_	_		
the resolution				*
Total	18	7684199	100	
(iv)Invalid votes:	-	7001133	100	
Item No. 5 As Ordi	nary Resolution	: Appointment of	Prof Manoi K	umar Mitra as an
Independent Direc	tor.	. rippointment of	r rom manoj k	amai Pila as an
(i)Voted in favour	18	7684199	100	
of the resolution				
(ii)Voted against	_	_	_	
the resolution				
Total	18	7684199	100	
(iii)Invalid votes:	_		200	
Item No. 6 As Ord	inary Resolutio	n: Appointment o	f Dr. Shekhar	Chaudhuri as an
Independent Direc	tor.	rippointment o	. Dir Grickilar	chadanan as an
ш.шорошины = 1100	,			
(i)Voted in favour	18	7684199	100	
of the resolution	10	7001133	100	
(ii)Voted against		_		
the resolution				
Total	18	7684199	100	
(iii)Invalid votes:		7007199	100	
Item No.7 As C		ition: Appointme	ant of Drof	Binay Bhushan
Chakrabarti as an I			ent of Piol.	billay bilushan
(i)Voted in favour	18	7684199	100	
of the resolution				
(ii)Voted against	-	-		
the resolution	l .			1
	1	İ		
	18	7684199	100	
Total	18	7684199	100	
Total (iii)Invalid votes:	-		•	
Total (iii)Invalid votes: Item No.8 As Sp	- pecial Resolutio	n: Approval of t	he terms of a	appointment and
Total (iii)Invalid votes: Item No.8 As Spremuneration paya	ecial Resolution	n: Approval of to	he terms of a	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Sp	ecial Resolution	n: Approval of to	he terms of a	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a per	- pecial Resolution able to Mr Susar iod of three yea	n: Approval of to that Ghosh as the I rs with effect from	he terms of a Managing Dire n 13 th Novemb	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a per (i)Voted in favour	ecial Resolution	n: Approval of to	he terms of a	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a per (i)Voted in favour of the resolution	- pecial Resolution able to Mr Susar iod of three yea	n: Approval of to the Irs with effect from 7683799	he terms of a Managing Dire n 13th Nove mb	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a per (i)Voted in favour of the resolution (ii)Voted against	- pecial Resolution able to Mr Susar iod of three yea	n: Approval of to that Ghosh as the I rs with effect from	he terms of a Managing Dire n 13 th Novemb	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution	ecial Resolution ble to Mr Susar iod of three year	n: Approval of thata Ghosh as the Itrs with effect from 7683799	he terms of a Managing Dire n 13 th Novemb 99.9948 0.0052	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a period (i)Voted in favour of the resolution (ii)Voted against the resolution Total	- pecial Resolution able to Mr Susar iod of three yea	n: Approval of to the Irs with effect from 7683799	he terms of a Managing Dire n 13th Nove mb	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution Total (iii)Invalid votes:	pecial Resolution ble to Mr Susar iod of three year 17	7684199	he terms of a Managing Dire n 13 th Novemb 99.9948 0.0052	ctor & CEO of the
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: Item No.9 As Ordin	- pecial Resolution able to Mr Susar iod of three yea 17 1 18 - nary Resolution:	7683799 400 7684199 Ratification of th	he terms of a Managing Dire n 13 th Novemb 99.9948 0.0052 100 e remuneratio	ctor & CEO of the er, 2013.
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution Total (iii)Invalid votes:	- pecial Resolution able to Mr Susar iod of three yea 17 1 18 - nary Resolution:	7683799 400 7684199 Ratification of th	he terms of a Managing Dire n 13 th Novemb 99.9948 0.0052 100 e remuneratio	ctor & CEO of the er, 2013.
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: Item No.9 As Ordin Cost Audtiors for the selection of the resolution	pecial Resolution ble to Mr Susar iod of three year 17 1 18 - 18 - 18 - 18 - 18 - 18 - 18 -	7683799 400 7684199 Ratification of the rending 31st March	he terms of a Managing Direct November 99.9948 0.0052 100 e remuneration of a managing Direct November 100 ch, 2015.	ctor & CEO of the er, 2013.
Total (iii)Invalid votes: Item No.8 As Spremuneration paya Company for a periodic of the resolution (ii)Voted against the resolution Total (iii)Invalid votes: Item No.9 As Ordin	- pecial Resolution able to Mr Susar iod of three yea 17 1 18 - nary Resolution:	7683799 400 7684199 Ratification of th	he terms of a Managing Dire n 13 th Novemb 99.9948 0.0052 100 e remuneratio	ctor & CEO of the er, 2013.

For Gontermann Peipers (India) Limited

Shabnum Zaman Company Secretary

(ii)Voted against	-	-	-	
the resolution				
Total	18	7684199	100	
(iii)Invalid votes:	<u>-</u>		<u> </u>	
Item No.10 As Spe	ecial Resolution	n: For borrowing	upto an amour	nt not exceeding
Rs.1000 Crores.				
			<u></u>	
(i)Voted in favour	17	7683799	99.9948	
of the resolution				
(ii)Voted against	1	400	0.0052	
the resolution		<u> </u>		
Total	18	7684199	100	
(iii)Invalid votes:	_			
Item No.11 As Spe	cial Resolution	n: To create morte	gage / charges	/ hypothecation
in favour of Lender	s upto an amou	int not exceeding	Rs.1000 Crores	S.
				,
(i)Voted in favour	17	7683799	99.9948	
of the resolution				
(ii)Voted against	1	400	0.0052	
the resolution			,	
Total	18	7684199	100	
(iii)Invalid votes:	-		-	

Thanking you,

Yours faithfully,

Marjuris

(K.K. SANGANERIA)

Practicing Company Secretary Secretary Secretary

C.P. No. 3880 KOLKATA

FCS No. 2643 C.P. No. 3880

Date: 7.09.2014 Place: Kolkata

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For Gontermann Peipers (India) Limited

Shabnum Zaman Controlly Secretary