



**Anand Lavingia**

ACS, LLM, LL.b(Spl.), B.Com.  
Practicing Company Secretary

## Consolidated Scrutinizers' Report on Remote E-Voting & Remote Electronic Voting during 28<sup>th</sup> AGM

To,  
The Chairman of 28<sup>th</sup> Annual General Meeting

**Hemo Organic Limited**  
8-A, Gulnar, Chinari - Gulnar Appt. V V,  
Nagar Road, Anand - 388001

Dear Sir,

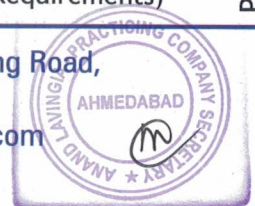
**Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote Electronic Voting during the 28<sup>th</sup> Annual General Meeting of Hemo Organic Limited, held on Wednesday, September 30, 2020 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform.**

I, Anand S. Lavingia, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Hemo Organic Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as remote electronic voting during the 28<sup>th</sup> Annual General Meeting ("AGM") of the Company, held on Wednesday, September 30, 2020 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform, in respect of businesses set forth in the notice of 28<sup>th</sup> Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The AGM of the Company was held on Wednesday, September 30, 2020 at 03.00 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform and the voting for items as per the Notice to the AGM had been carried out only through remote electronic voting process and remote electronic voting during the AGM, in compliance with applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013" and the rules made thereunder on account of the threat posed by Covid-19 and General Circular No. 20/2020 dated May 5, 2020, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", all issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements)

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Regulations, 2015 ("Listing Regulations") read with Circular dated May 12, 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic". The deemed venue for the AGM was the place from where the Chairman of the Board conducted the meeting - i.e. the registered office of the Company.

## Responsibility of the Management of the Company

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting as well as remote electronic voting during the AGM and holding of AGM through VC or OAVM.

## Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting and remote electronic voting by Shareholders present during the AGM through VC or OAVM in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL" or "E-voting Agency").

As per the Notice of AGM, below mentioned businesses (resolutions) were proposed for the approval of Members through Remote E-voting and remote electronic voting by Shareholders present during the AGM through VC or OAVM;

1. **Ordinary Resolution** for receiving, considering and adopting the audited financial statements for the financial year ended on March 31, 2020 and the Reports of the Board of Directors and Auditors thereon;
2. **Ordinary Resolution** for appointing a Director in place of Mr. Dineshbhai Patel (DIN: 00481641), who retires by rotation and being eligible, offers himself for re-appointment;

I hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, August 28, 2020, the Company completed dispatch of the Notice of the AGM;
  - Through E-Mail on Monday, September 07, 2020 to the members whose E-Mail Id's are registered with company/depository participant;



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- Further, in light of the MCA Circulars referred herein above, for this AGM, those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
  - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to drdineshpatel@rediffmail.com.
  - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to drdineshpatel@rediffmail.com.
  - (c) Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
- 2. The Company has also placed the Notice of AGM on the web site of the Company at [www.hemoorganicltd.com](http://www.hemoorganicltd.com), on web site of E-voting Agency at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on website of BSE at [www.bseindia.com](http://www.bseindia.com).
- 3. The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting, remote electronic voting during AGM and AGM in;
  - A. The Economic Times (English Language) on September 05, 2020 &
  - B. Sardar Gurjari (Vernacular Language - Gujarati) on September 05, 2020.
- 4. The Company had availed facility offered by NSDL for conducting Remote E-Voting as well as remote electronic voting during the AGM by the Shareholders.
- 5. The Shareholders holding Shares as on the "Cut off" date, i.e. Tuesday, September 22, 2020 were entitled to vote through Remote E-Voting as well as remote electronic voting during the AGM on the businesses mentioned in the Notice of AGM of the Company.
- 6. In terms of the aforesaid Notice, Remote E-Voting was opened for four days which commenced on 9:00 A.M. on Saturday, September 26, 2020 and will end on 5:00 P.M. on Tuesday, September 29, 2020 and members of the Company, holding Equity Shares of the Company as on Tuesday, September 22, 2020, were required to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary or special businesses, as the case may be, through remote e-voting platform provided by NSDL.
- 7. The Remote E-Voting Platform was then after completed ("Blocked") in due time.



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8. Since this AGM was held pursuant to the MCA Circulars referred herein above through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.
9. Members attended the meeting through VC via ZOOM Platform had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
10. During the AGM, the Company had provided the facility of remote electronic voting to those Shareholders who were present at the Meeting and had not already voted through e-voting platform of NSDL and the said facility was available for voting till 15 minutes after closure of AGM.
11. The AGM was concluded on Wednesday, September 30, 2020 at 03.09 P.M. IST. After the conclusion of AGM, the remote electronic voting was locked and finalized on Thursday, October 01, 2020 around at 06.43 P.M. IST and the report on voting done through electronic voting system during the AGM in respect of businesses set forth in the notice of 28<sup>th</sup> Annual General Meeting ("AGM") of the Company, was generated in my presence and the voting was diligently scrutinized.
12. The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
13. The consolidated results of Remote E-Voting as well as remote electronic voting during the AGM in respect of resolutions placed in the notice of AGM is annexed herewith.
14. The Register, all other papers and relevant records relating to Remote E-Voting as well as remote electronic voting during the AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same will be handed over to the Managing Director of the Company.
15. The result of the voting by members through Remote E-Voting as well as remote electronic voting during the AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

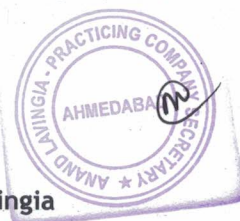
Date: October 02, 2020

Signature:

Name of Company Secretary: Anand S. Lavingia

ACS No.: 26458 C. P. No.: 11410

UDIN: A026458B000844154





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Practicing Company Secretary

**Declaration**

We, the undersigned witnessed that the remote e-voting was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on Thursday, October 01, 2020 around at 06.43 IST at the office of Mr. Anand Lavingia, the scrutinizer.

**Witness 1:**

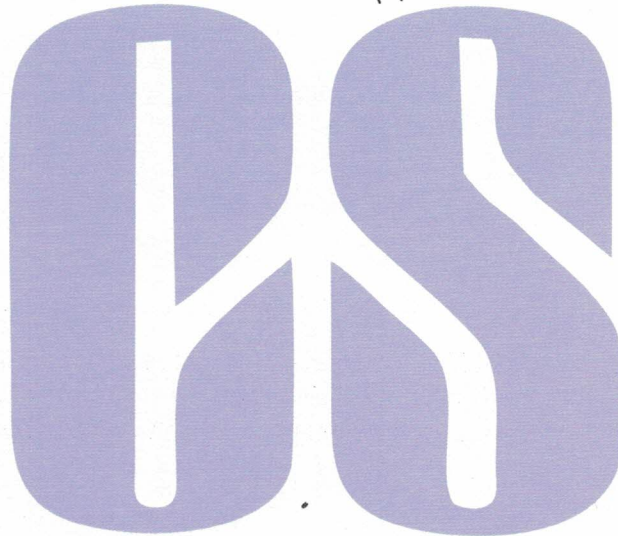
Mrs. Jalpa Lavingia

*J. A. Lavingia*

**Witness 2:**

Ms. Himani Thakkar

*H. C. Thakkar*



Countered by  
For, Hemo Organic Limited

Dr. Dinesh Patel  
Chairman of AGM



Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 28<sup>th</sup>AGM of  
Hemo Organic Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for receiving, considering and adopting the audited financial statements for the financial year ended on March 31, 2020 and the Reports of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	583940	583940	100.00	583940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		583940	583940	100.00	583940	0.00	100.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0.00	0.00
Public- Non Institutions	E-Voting	2881960	1393987	48.3694	1393987	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2881960	1393987	48.3694	1393987	0.00	100.00
Total		3465900	1977927	57.0682	1977927	0.00	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 28<sup>th</sup>AGM of  
Hemo Organic Limited (in SEBI Format)

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for appointing a Director in place of Mr. Dineshbhai Patel (DIN: 00481641), who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	583940	583940	100.00	583940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		583940	583940	100.00	583940	0.00	100.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0.00	0.00
Public- Non Institutions	E-Voting	2881960	1393987	48.3694	1393987	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2881960	1393987	48.3694	1393987	0.00	100.00
Total		3465900	1977927	57.0682	1977927	0.00	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



Annexure

Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 28<sup>th</sup> AGM of  
Hemo Organic Limited (in Companies Act, 2013 Format)

**Resolution 1:**

**Ordinary Resolution** for receiving, considering and adopting the audited financial statements for the financial year ended on March 31, 2020 and the Reports of the Board of Directors and Auditors thereon

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

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	00.00%
Remote E-voting	28	1977927	100.00%
<b>Total</b>	<b>28</b>	<b>1977927</b>	<b>100.00%</b>

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

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes:**

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>





Detailed Consolidated Results of Remote e-voting and Remote Electronic voting during 28<sup>th</sup>AGM of  
Hemo Organic Limited (in Companies Act, 2013 Format)

**Resolution 2:**

Ordinary Resolution for appointing a Director in place of Mr. Dineshbhai Patel (DIN: 00481641), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	00.00%
Remote E-voting	28	1977927	100.00%
Total	28	1977927	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid Votes:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%