

PRASHANT DIWAN

B.COM. L.L.B., F.C.S., A.I.C.W.A
PRACTICING COMPANY SECRETARY

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
Biopac India Corporation Limited
Survey No. 38, Silvassa Khanvel Road,
Dapada, Silvassa, Dadar Nagar Haveli - 396230

Dear Sir,

- 1) The Board of Directors of the M/s. Biopac India Corporation Limited (CIN: L51900DN1987PLC000441) (hereinafter referred as the "Company") at its meeting held on 12th August, 2016 has appointed me as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for scrutinizing the Remote e-voting and Voting by physical Ballot Form at the venue of 28th Annual General Meeting (AGM) held on 15th September, 2016 in respect of resolutions as stated in the Notice of the 28th AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had completed on 23rd August, 2016 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 19th August, 2016.
 - (b) As per provisions of the Companies Act, 2013 the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.
 - (c) The members holding shares as on the "Cut off date" i.e. 9th September, 2016 were entitled for Remote e-voting on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period was commenced on Monday the 12th September, 2016 from 9.00 a.m. IST and was concluded on Wednesday the 14th September, 2016 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).
 - (d) The Company had also made arrangements for voting by Ballot Form at the venue of 28th Annual General Meeting for the Members who have not availed remote e-voting facility. The duly executed Ballot Forms were kept in safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Ballot forms. The Ballot box was opened after conclusion of the Annual General Meeting at 2.15 p.m. IST.



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- (e) After counting of the votes cast at the Annual General Meeting as stated at point (d) above, the votes of Remote e-voting were unblocked on 15th September, 2016 at 2.33 p.m. IST in the presence of two witnesses CS Nikunj Kiri and CS Aashit Doshi who are not in the employment of the Company. The results of Remote e-voting alongwith the List of members who voted "For" and "Against" the resolution were downloaded from the e-voting website of CDSL.
- 3) The detailed report on Scrutinizing the Remote e-voting and Ballot Form are enclosed herewith as under:
- (a) Annexure 1 – Consolidated Summary of Ballot form and Remote e-voting
 - (b) Annexure 2 – Summary of Ballot form voting at the AGM
 - (c) Annexure 3 – Summary of Remote e-voting
 - (d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
 - (e) Annexure 5 – Register of Ballot form (Resolution wise)
 - (f) Annexure 6 – Register of Remote e-Voting (Resolution wise)
- 4) I hereby handover the Ballot Forms and other papers/register and records for safe custody to Mr. Harish Doshi, Chairman of the Company and Chairman of the said AGM.
- 5) You may accordingly declare the results of the voting conducted by Remote e-voting and Ballot Form.

Thanking you
Yours faithfully



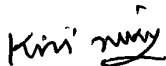
PRASHANT DIWAN
SCRUTINIZER



Place: Mumbai
Date; 15th September, 2016

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 2.33 p.m. IST on 15th September, 2016.



1) CS Nikunj Kiri



2) CS Aashit Doshi

BIOPAC INDIA CORPORATION LIMITED

ANNEXURE 1

CONSOLIDATED SUMMARY OF BALLOT FORM AND REMOTE e-VOTING

| ITEM NO. AS PER AGM NOTICE | PARTICULARS OF RESOLUTIONS | TOTAL NO. OF FOLIOS VOTED / BALLOT FORM RECEIVED | TOTAL NUMBER OF VOTES | INVALID VOTES / NOT VOTED | TOTAL VALID VOTES | TOTAL ASSENT VOTES | % OF ASSENT VOTES | TOTAL DISSENT VOTES | % OF DISSENT VOTES |
|----------------------------|---|--|-----------------------|---------------------------|-------------------|--------------------|----------------------------|---------------------|--------------------------|
| 1 | Adoption of the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon | 34 | 8577089 | 50 | 8577039 | 8577039 | 6 = (5/4*100) 100.00 | 0 | 8 = (7/4*100) 0.00 |
| 2 | Appointment of director in place of Mr. Harish B Doshi (DIN: 00873796), who retires by rotation and being eligible offers himself for re-appointment | 34 | 8577089 | 50 | 8577039 | 8577039 | 100.00 | 0 | 0.00 |
| 3 | Re-appointment of Auditor of the Company, M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W) | 34 | 8577089 | 50 | 8577039 | 8577039 | 100.00 | 0 | 0.00 |



BIOPAC INDIA CORPORATION LIMITED
SUMMARY OF BALLOT FORM VOTING AT THE ANNUAL GENERAL MEETING

| ITEM NO. AS PER AGM NOTICE | PARTICULARS OF RESOLUTIONS | TOTAL NO. OF BALLOT FORM RECEIVED | TOTAL NUMBER OF VOTES | INVALID VOTES / NOT VOTED | TOTAL VALID VOTES | TOTAL ASSENT VOTES | % OF ASSENT VOTES | TOTAL DISSENT VOTES | % OF DISSENT VOTES |
|-------------------------------------|---|---|-----------------------------|---------------------------------|----------------------|--------------------------|----------------------|---------------------------|-----------------------|
| 1 | Adoption of the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon | 1 | 2 | 3 | 4 | 5 | 6 = (5/4*100) | 7 | 8 = (7/4*100) |
| 2 | Appointment of director in place of Mr. Harish B Doshi (DIN: 00873796), who retires by rotation and being eligible offers himself for re-appointment | 20 | 1745 | 50 | 1695 | 1695 | 100.00 | 0 | 0.00 |
| 3 | Re-appointment of Auditor of the Company, M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W) | 20 | 1745 | 50 | 1695 | 1695 | 100.00 | 0 | 0.00 |



BIOPAC INDIA CORPORATION LIMITED

SUMMARY OF REMOTE VOTING

ANNEXURE 3

| ITEM NO. AS PER AGM NOTICE | PARTICULARS OF RESOLUTIONS | TOTAL NO. OF FOLIO VOTED | TOTAL NUMBER OF VOTES | INVALID VOTES / NOT VOTED | TOTAL VALID VOTES | TOTAL ASSENT VOTES | % OF ASSENT VOTES | TOTAL DISSENT VOTES | % OF DISSENT VOTES |
|----------------------------|---|--------------------------|-----------------------|---------------------------|-------------------|--------------------|-------------------|---------------------|--------------------|
| 1 | Adoption of the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon | 14 | 8575344 | 0 | 8575344 | 8575344 | 100.00 | 0 | 0.00 |
| 2 | Appointment of director in place of Mr. Harish B Doshi (DIN: 00873796), who retires by rotation and being eligible offers himself for re-appointment | 14 | 8575344 | 0 | 8575344 | 8575344 | 100.00 | 0 | 0.00 |
| 3 | Re-appointment of Auditor of the Company, M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W) | 14 | 8575344 | 0 | 8575344 | 8575344 | 100.00 | 0 | 0.00 |



Consolidated Members Category Wise Voting Report
BIOPAC INDIA CORPORATION LIMITED

| Item No. 1 | | | Adoption of the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon | | | | | |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: Special / Ordinary | | | Ordinary | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 | 8564378 | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 8685722 | 10966 | 0.13 | 10966 | 0 | 100 | 0 |
| | Ballot Form | | 1695 | 0.02 | 1695 | 0 | 100 | 0 |
| | Total | | 12661 | 0.15 | 12661 | 0 | 100 | 0 |
| Total | | 17250100 | 8577039 | 49.72 | 8577039 | 0 | 100 | 0 |



Consolidated Members Category Wise Voting Report
BIOPAC INDIA CORPORATION LIMITED

| Item No. 2 | | | Appointment of director in place of Mr. Harish B Doshi (DIN: 00873796), who retires by rotation and being eligible offers himself for re-appointment | | | | | |
|---|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: Special / Ordinary | | | Ordinary | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 | 8564378 | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 8685722 | 10966 | 0.13 | 10966 | 0 | 100 | 0 |
| | Ballot Form | | 1695 | 0.02 | 1695 | 0 | 100 | 0 |
| | Total | | 12661 | 0.15 | 12661 | 0 | 100 | 0 |
| Total | | 17250100 | 8577039 | 49.72 | 8577039 | 0 | 100 | 0 |



Consolidated Members Category Wise Voting Report
BIOPAC INDIA CORPORATION LIMITED

| Item No. 3 | | Re- appointment of Auditor of the Company, M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W) | | | | | | |
|---|----------------|---|----------------------------|---|-------------------------------|-------------------------------|---|---|
| Resolution required: Special / Ordinary | | Ordinary | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100 | No. of Votes in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 8564378 | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 8564378 | 100.00 | 8564378 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Ballot Form | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 8685722 | 10966 | 0.13 | 10966 | 0 | 100 | 0 |
| | Ballot Form | | 1695 | 0.02 | 1695 | 0 | 100 | 0 |
| | Total | | 12661 | 0.15 | 12661 | 0 | 100 | 0 |
| Total | | 17250100 | 8577039 | 49.72 | 8577039 | 0 | 100 | 0 |

