

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) Thest Board of Directors of the M/s. Biopac India Corporation Limited (CIN: L51900DN1987PLC000441) (hereinafter referred as the "Company") at its meeting held on 7th August, 2015 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 Clause 35B of the listing agreement for scrutinizing the Remote e-voting and Voting by physical Ballot Form at the venue of 27th Annual General Meeting (AGM) held on 9th September, 2015 in respect of resolutions as stated in the Notice of the 27th AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had completed on 17th August, 2015 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 7th August, 2015.
 - (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. 2nd September, 2015 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 Sunday, 6th September, 2015 from 9.00 a.m. IST and was concluded on Tuesday, 8th September, 2015 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 27th 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 2.45 p.m. IST.
 - (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 9th September, 2015 at 3.02 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



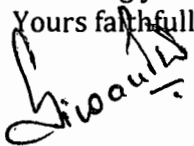
PRASHANT DIWAN

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PRACTICING COMPANY SECRETARY

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, Whole-time Director 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



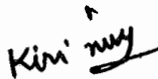
PRASHANT DIWAN
SCRUTINIZER



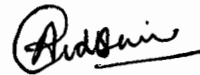
Place: Mumbai
Date: 10th September, 2015

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 3.02 p.m. IST on 9th September, 2015.



1) CS Nikunj Kiri



2) CS Aashit Doshi

BIOPAC INDIA CORPORATION LIMITED

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 (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES / NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	41	8638889	120	8638769	8638769	100	0	0
2	Appointment of director in place of Mrs. Smita Sanghavi (DIN: 00240592), who retires by rotation and being eligible offers herself for reappointment.	41	8638889	2027	8636862	8636862	100	0	0
3	Re-appointment M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W), as Auditor of the Company.	41	8638889	120	8638769	8638769	100	0	0
4	Re-appointment of Mr. Pankaj Doshi as Managing Director of the Company.	41	8638889	4282479	4356410	4356410	100	0	0



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 (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES / NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	23	73826	120	73706	73706	100	0	0
2	Appointment of director in place of Mrs. Smita Sanghavi (DIN: 00240592), who retires by rotation and being eligible offers herself for reappointment.	23	73826	2027	71799	71799	100	0	0
3	Re-appointment M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W), as Auditor of the Company.	23	73826	120	73706	73706	100	0	0
4	Re-appointment of Mr. Pankaj Doshi as Managing Director of the Company.	23	73826	120	73706	73706	100	0	0



BIOPAC INDIA CORPORATION LIMITED

SUMMARY OF REMOTE e- VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES/ NOT VOTED (3)	TOTAL VALID VOTES (4) 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon.	18	8565063	0	8565063	8565063	100	0	0
2	Appointment of director in place of Mrs. Smita Sanghavi (DIN: 00240592), who retires by rotation and being eligible offers herself for reappointment.	18	8565063	0	8565063	8565063	100	0	0
3	Re-appointment M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W), as Auditor of the Company.	18	8565063	0	8565063	8565063	100	0	0
4	Re-appointment of Mr. Pankaj Doshi as Managing Director of the Company.	18	8565063	4282359	4282704	4282704	100	0	0



BIOPAC INDIA CORPORATION LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 1									
Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors and Directors thereon..									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	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) = [(2)-(4)]	(6)	(7)	(8)= [(6)/(5)]*100	(9)= [(7)/(5)]*100
Promoter and Promoter Group	8564378	8564378	100	0	8564378	8564378	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	8685722	74511	0.86	120	74391	74391	0	100	0
Total	17250100	8638889	50.08	120	8638769	8638769	0	100	0



BIOPAC INDIA CORPORATION LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

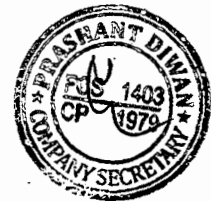
Ordinary Resolution No 2									
Appointment of director in place of Mrs. Smita Sanghavi who retires by rotation and being eligible offers herself for reappointment.									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes - polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	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) = [(2)-(4)]	(6)	(7)	(8)= [(6)/ (5)]*100	(9)= [(7)/ (5)]*100
Promoter and Promoter Group	8564378	8564378	100	0	8564378	8564378	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	8685722	74511	0.86	2027	72484	72484	0	100	0
Total	17250100	8638889	50.08	2027	8636862	8636862	0	100	0



BIOPAC INDIA CORPORATION LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 3									
Re-appointment M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration No.116457W) as Auditor of the Company.									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	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) = [(2)-(4)]	(6)	(7)	(8)= [(6)/ (5)]*100	(9)= [(7)/ (5)]*100
Promoter and Promoter Group	8564378	8564378	100	0	8564378	8564378	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	8685722	74511	0.86	120	74391	74391	0	100	0
Total	17250100	8638889	50.08	120	8638769	8638769	0	100	0



BIOPAC INDIA CORPORATION LIMITED

MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Special Resolution No 4									
Re-appointment of Mr. Pankaj Doshi as Managing Director of the Company.									
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid / Not Voted	No of Votes Polled valid	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) = [(2)-(4)]	(6)	(7)	(8)= [(6)/(5)]*100	(9)= [(7)/(5)]*100
Promoter and Promoter Group	8564378	8564378	100	4282359	4282019	4282019	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0	0	0
Public-Others	8685722	74511	0.86	120	74391	74391	0	100	0
Total	17250100	8638889	50.08	4282479	4356410	4356410	0	100	0

