

A PEER REVIEWED FIRM

**PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES**

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www.parikhdave.com

Form No. MGT-13

Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21(2) of
the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
2nd Annual General Meeting of the Equity Shareholders of
FAIRCHEM ORGANICS LIMITED
CIN: U24200MH2019PLC323176
Held on Thursday 2nd Day of September, 2021 at 3.00 P.M.
Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and E-voting at Annual General Meeting.

I, Uday Dave, partner of Parikh Dave & Associates, Practicing Company Secretaries, having office at 5-D, 5th Floor, Vardan Exclusive, Next to Vimal House, Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad – 380014, have been appointed as the Scrutinizer by the Board of Directors of **FAIRCHEM ORGANICS LIMITED** pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") to scrutinize remote e-voting process and e-voting by the members at the 2nd Annual General Meeting of the Equity shareholders of the Company held on Thursday, 2nd September, 2021 at 3.00 P.M. through Video Conferencing / Other Audio Visual Means in compliance with applicable circulars issued by both MCA and SEBI providing relaxation and permitting the Companies to hold the Annual General Meeting ("AGM") through VC /OAVM, without the physical presence of the Members at a common venue on account of ongoing pandemic of COVID - 19.

The Management of the Company is responsible for ensuring compliances with the requirements of the Companies Act and the Rules framed thereunder, the MCA Circulars and SEBI (LODR) Regulations relating to the voting on the resolutions as contained in the notice calling Annual General Meeting. My responsibility as a scrutinizer is to ensure that the voting process both through remote E voting as well as by E voting at Annual General Meeting is conducted in a fair and transparent manner and to provide a consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions contained in the Notice to the Chairman or his authorized representative, based on the reports generated from system of Link Intime India Pvt. Ltd. (LIPL), the service provider.

The Notice convening Annual General Meeting dated 7th June, 2021 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders through electronic means to those shareholders whose e mails address were registered with the Company / depositories.

Voting rights were reckoned as on Thursday 26th August, 2021 being the cut-off date for the purpose of deciding the entitlements of members for voting on the resolutions as contained in the notice of Annual General Meeting.

The voting period for remote e-voting commenced on Friday 27th August, 2021 at 9.00 A.M. (IST) and concluded on Wednesday, 1st September, 2021 at 5.00 p.m. (IST) and thereafter the insta-meet system of LIPL e-voting platform was blocked and then re-opened during the Annual General Meeting.

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At the 2nd Annual General Meeting convened through Video Conferencing / Other Audio Visual Means, it was announced that the members who have not exercised their voting right through remote E voting and are attending the meeting, if they wish they can exercise their right to vote through E-voting facility provided by the Company during the meeting.

After the conclusion of the Annual General Meeting the votes cast by the members through remote e voting as well as through e voting at Annual General Meeting were unblocked in presence of two witnesses Ms. Neha Singh and Mrs. Riddhi Brahmhatt who are not in the employment of the Company.

Consolidated report on the remote E-voting and Electronic voting at Annual General Meeting at is as under:

ORDINARY BUSINESS:

Resolution No. 1 (ORDINARY RESOLUTION)

To consider and adopt Audited Financial Statements, Reports of Board of Directors' and Auditors' for the year ended on 31st March, 2021.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

Resolution No. 2 (ORDINARY RESOLUTION)

To declare dividend of Rs. 3.50 (35%) per Equity Share for the financial year ended 31st March, 2021.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

Resolution No. 3 (ORDINARY RESOLUTION)

Re-appointment of Shri Utkarsh Shah (DIN: 00101663) as a Director, who retires by rotation.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

SPECIAL BUSINESS:

Resolution No. 4 (SPECIAL RESOLUTION)

Shifting of registered office of the Company from one state to another (i.e. from State of Maharashtra to State of Gujarat).

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

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Resolution No. 5 (SPECIAL RESOLUTION)

Approval for borrowing in excess of paid up capital and free reserve pursuant to Section 180(1)(c) of the Companies Act, 2013.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

Resolution No. 6 (SPECIAL RESOLUTION)

Approval for creating charge / mortgage / pledge / hypothecation etc. under Section 180(1)(a) of the Companies Act, 2013.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	96,50,905	13	4,428	46	96,55,333	100
Dissent	1	25	0	0	1	25	Negligible
Total	34	96,50,930	13	4,428	47	96,55,358	100

Resolution No. 7 (ORDINARY RESOLUTION)

Ratification of remuneration payable to Rajendra Patel & Associates, Cost Auditors, of the Company for the financial year ending on 31st March, 2022.

Particulars	Remote E voting		E Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	32	96,50,605	13	4,428	45	96,55,033	100
Dissent	1	25	0	0	1	25	Negligible
Total	33	96,50,630	13	4,428	46	96,55,058	100

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid (if any) for each resolution is enclosed.

The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Chief Financial Officer and Company Secretary for safe keeping after the Chairman considers, approves and signs the minutes of the AGM.

**FOR PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES
ICSI Unique Code No.: P2006GJ009900
Peer review Certificate No.: 796/2020**

UDAY GIRISHBHAI
DAVE

Digitally signed by UDAY GIRISHBHAI DAVE
DN: cn=U, o=Personal,
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3094Number=4484220807e0cf220220402290a1728148
23eaf3140c3314c76f01d1c1cUDAY GIRISHBHAI DAVE
Date: 2021.09.03 16:48:04 +05'30'

**UDAY DAVE
PARTNER**

**FCS No. 6545 C. P. No.: 7158
UDIN: F006545C000883674**

**Place: Ahmedabad
Date: 03.09.2021**

FOR FAIRCHEM ORGANICS LIMITED

**RAJEN JHAVERI
CFO & COMPANY SECRETARY**

