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Jayesh Vyas & Associates
Practising Company Secretaries
Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

SCRUTINIZER'S REPORT

26th March, 2015

To,
The Chairman
Mercury Laboratories Limited
First Floor, 18, Shreeji Bhuvan,
51, Mangaldas Road,
Princess Street,
Mumbai.

Dear Sir,

Sub : Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted Pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014

The Board of Directors of the Company at its meeting held on 11th February, 2015 has appointed me as Scrutinizer for conducting the postal ballot voting process.

I submit my report as under ;

1. The company has completed on 23rd February, 2015 the dispatch / sending of emails of Notice of Postal Ballot dated 11th February, 2015, Postal Ballot Form along with postage prepaid business reply envelopes to its Members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 13th February, 2015.
2. Particulars of all the Postal Ballots Forms received including the votes casted through e-voting from/by the Members have been entered in a Register separately maintained for the purpose.
3. The postal ballots were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot Forms.
4. At 10.10 a.m. on 26th March, 2015, I have downloaded the e-voting Report from CDSL website by using the Scrutinizer's login ID and Password.
5. The ballot box was opened on 26th March, 2015 at 10.30 a.m. in the presence of Two Witnesses Mr. Anil Davadkar and Mr. Kuldip Thakkar , who are not in the employment of the Company.
6. The postal ballots forms were duly opened in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company as on 13th February, 2015.
7. All postal ballot forms received / votes casted upto the close of the working hours (on 25th March, 2015 up to 6.00 p.m.), the last date and time fixed by the Company for receipt of the ballot forms / e-voting were considered for scrutiny.





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8. No Envelops containing the Postal Ballot Forms are received after 5.30 p.m. on 25th March, 2015.
9. No envelopes containing Postal Ballot Forms return as undelivered from postal authority till the date of closing of the voting .
10. I did not find any defaced or mutilated ballot papers / forms.
11. Summary of the Postal Ballot Forms received / vote casted through e-voting are given below :

Resolution No. 1 : Special Resolution for Adoption of New Set of Memorandum of Association of the Company.

Sr. No.	Particulars	No. of Postal Ballot Forms and E-voting	No. of Shares (Votes)	% to the total shares representing valid votes
1.	a) Total Postal Ballot forms received.	14	6,000	
	b) Total E-voting options received.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
2.	Less : Invalid Postal Ballot Forms	0	0	0
3.	a) Net Valid Postal Ballot Forms. (As per register)	14	6,000	
	b) Net E-voting Options.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
4.	a) Postal Ballot Forms with assent for the resolution.	13	5,900	
	b) E-voting Options with assent for the resolution.	21	7,68,800	
	Total (a + b)	34	7,74,700	99.99
5.	a) Postal Ballot Forms with dissent for the resolution.	1	100	
	b) E-voting Options with dissent for the resolution.	0	0	
	Total (a + b)	1	100	0.01
6.	Postal Ballot Forms with not voted for / against the Resolution.	0	0	0





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% of total votes cast in favour of the Resolution : 99.99 %

% of total votes cast in against the Resolution : 0.01 %

Resolution No. 2 : Special Resolution for Adoption of New Set of Articles of Association of the Company.

Sr. No.	Particulars	No. of Postal Ballot Forms and E-voting	No. of Shares (Votes)	% to the total shares representing valid votes
1.	a) Total Postal Ballot forms received.	14	6,000	
	b) Total E-voting options received.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
2.	Less : Invalid Postal Ballot Forms	0	0	0
3.	a) Net Valid Postal Ballot Forms. (As per register)	14	6,000	
	b) Net E-voting Options.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
4.	a) Postal Ballot Forms with assent for the resolution.	14	6,000	
	b) E-voting Options with assent for the resolution.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
5.	a) Postal Ballot Forms with dissent for the resolution.	0	0	
	b) E-voting Options with dissent for the resolution.	0	0	
	Total (a + b)	0	0	0
6.	Postal Ballot Forms with not voted for / against the Resolution.	0	0	0

% of total votes cast in favour of the Resolution : 100 %

% of total votes cast in against the Resolution : 0.00 %





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Resolution No. 3 : Special Resolution for approval of Related Party Transactions.

Sr. No.	Particulars	No. of Postal Ballot Forms and E-voting	No. of Shares (Votes)	% to the total shares representing valid votes
1.	a) Total Postal Ballot forms received.	14	6,000	
	b) Total E-voting options received.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
2.	Less : Invalid Postal Ballot Forms	0	0	0
3.	a) Net Valid Postal Ballot Forms. (As per register)	14	6,000	
	b) Net E-voting Options.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
4.	a) Postal Ballot Forms with assent for the resolution.	14	6,000	
	b) E-voting Options with assent for the resolution.	21	7,68,800	
	Total (a + b)	35	7,74,800	100
5.	a) Postal Ballot Forms with dissent for the resolution.	0	0	
	b) E-voting Options with dissent for the resolution.	0	0	
	Total (a + b)	0	0	0
6.	Postal Ballot Forms with not voted for / against the Resolution.	0	0	0

% of total votes cast in favour of the Resolution : 100 %

% of total votes cast in against the Resolution : 0.00 %

12. I would like to inform you that the above Special Resolution at Item No.1 of the Notice dated 11th February, 2015 have been passed with requisite majority, whereas Special Resolutions at Item Nos. 2 & 3 have been passed unanimously by the Shareholders. You may accordingly declare the result on the voting by Postal Ballot including e-voting.





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13. The Poll papers and all other relevant records shall be handed over to Mr. Mukesh Khanna, Company Secretary as authorised by the Board of Directors of the Company for safe keeping in compliance with the provisions of Section 110 of the Companies Act, 2013 read with rule 22 (11) of the Companies (Management and Administration) Rules 2014.

Thanking you,
Yours faithfully,



Jayesh Vyas
FCS-5072 : CP-1790
Practising Company Secretary &
Scrutinizer for the Postal Ballot & E-voting Process

Place : Vadodara
Date : 26-03-2015
