

FORM No. MGT-13

Combined Report of Scrutinizer for Remote e-voting & Poll Process
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

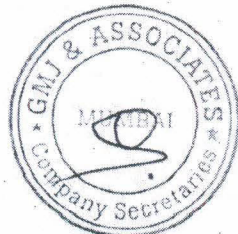
To,
The Chairperson,
AURO LABORATORIES LIMITED,
K - 56, M.I.D.C,
Tarapur Industrial Area,
Palghar - 401506

Subject: 29th Annual General Meeting of the Shareholders of Auro Laboratories Limited held on Saturday, September 29, 2018 at 11.30 a.m at K - 56, M.I.D.C, Tarapur, Boisar, Dist. Palghar, Maharashtra- 401506.

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 29th AGM of Equity Shareholders of **Auro Laboratories Limited** at their Meeting held on Saturday, September 29, 2018 at 11.30 a.m at K - 56, M.I.D.C, Tarapur, Boisar, Dist. Palghar, Maharashtra- 401506.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 29th AGM of the Members of the Company. Our responsibility as a Scrutinizer for the Remote e-voting process and for the Poll at the 29th AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in



favour" or "against" the Resolutions as stated below on the report generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide Remote e-voting facility and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us.

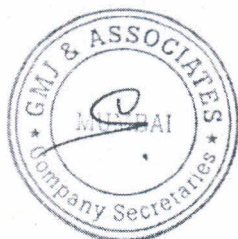
The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Duplicate, incomplete, invalid and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under:

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2018, along with the Reports of the Board of Directors' and Auditor's thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	--	--	--	--	--	--	--	--
Poll/Ballot voting	3364879	32	3364879	100	--	--	--	--
Total	3364879	32	3364879	100	--	--	--	--



ITEM NO. 2: ORDINARY RESOLUTION:

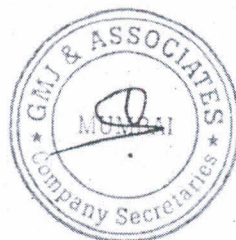
Appointment of a Director in place of Mrs. Kavita V Sharma (DIN:07139910), who retires by rotation and being eligible, offers herself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	--	--	--	--	--	--	--	--
Poll/Ballot voting	3364879	32	3364879	100	--	--	--	--
Total	3364879	32	3364879	100	--	--	--	--

ITEM NO. 3: SPECIAL RESOLUTION:

Approval of re-appointment of Mr. Govardhan Das Agarwal (DIN:00545428), Independent Director for a second term of 5 consecutive years, commencing from April 1, 2019.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			*Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	--	--	--	--	--	--	--	--
Poll/Ballot voting	3364879	32	3364879	100	--	--	--	--
Total	3364879	32	3364879	100	--	--	--	--



ITEM NO. 4: SPECIAL RESOLUTION:

Approval of re-appointment of Mr. Kailash Bubna (DIN:01877773), Independent Director for a second term of 5 consecutive years, commencing from April 1, 2019.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	--	--	--	--	--	--	--	--
Poll/Ballot voting	3363308	31	3363308	100	--	--	--	--
Total	3363308	31	3363308	100	--	--	--	--

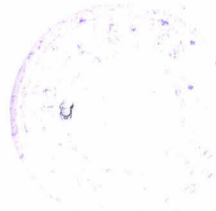
Note: Mr. Kailash Bubna, Member was interested in the aforesaid resolution, hence abstained from voting.

None of the Shareholders of the Company have availed the facility of Remote e-voting. All the resolutions voted through Poll Process were passed with **REQUISITE MAJORITY**. The Poll/Ballot papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



[Signature]
[CS MAHESH SONI]
PARTNER
FCS: 3706; COP: 2324



[Signature]

CHAIRPERSON OF ANNUAL
GENERAL MEETING

PLACE: MUMBAI
DATE: SEPTEMBER 29, 2018.