



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 47th Annual General Meeting of
Remsons Industries Limited
401, 4th Floor, Gladiola,
Hanuman Road,
Vile Parle (East),
Mumbai - 400057

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting done through Remote E- Voting Process and by Polling Papers at 47th Annual General Meeting held on 14th September, 2019.

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of **Remsons Industries Limited** ('the Company') in its meeting held on 26th July, 2019 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 6 in the Notice of the 47th Annual General Meeting (AGM) of the members of the Company dated 26th July, 2019.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 47th AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 47th Annual general meeting.
3. The Notice of the 47th AGM dated 26th July, 2019 was sent to the members through courier and email on 20th August, 2019. The said notice was dispatched on the basis of Register of Members / list of Beneficial Owners of the Company as on 16th August, 2019.





4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 47th AGM and providing e-voting facility in the English newspaper "Financial Express" and Marathi newspaper "Mumbai Lakshadeep" on 22nd August, 2019.
5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Saturday, 7th September, 2019.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Wednesday, 11th September, 2019 (from 09:00 a.m.) to Friday, 13th September, 2019 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Central Depository Services (India) Limited (CDSL). The Company also provided Polling Papers for casting vote at the Annual General Meeting held on 14th September, 2019 to the members present, who did not vote through remote e-voting facility.
7. The votes cast under remote e-voting facility provided by CDSL were unblocked on 14th September, 2019 in the presence of Mrs. Divya Lohia and Ms. Shalu Mishra, who are not in the employment with the Company.
8. The summary of the voting through e-voting and polling papers is as follows:





Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolution for adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2019 together with Reports of the Directors' and of the Auditors' thereon;					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public-Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53392	3.7383	53392	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556888	38.9910	556888	0	100.0000
Total		5713357	4841896	84.7470	4841896	0	100.0000	0.0000

Invalid votes: Public - 136

Result: The resolution is passed unanimously.





Resolution No.3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Krishna Kejriwal (DIN: 00513788), who retires by rotation and being eligible, offered himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public- Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53382	3.7376	53382	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556878	38.9903	556878	0	100.0000
Total		5713357	4841886	84.7468	4841886	0	100.0000	0.0000

Invalid votes: Public - 136

Result: The resolution is passed unanimously.



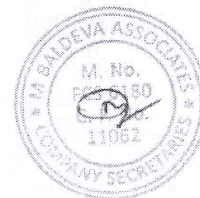


Resolution No. 4:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of Mrs. Visalakshi Sridhar (DIN: 07325198) as an Independent Director of the Company for a period of 5 years w.e.f. 14 th November, 2018.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public-Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53392	3.7383	53392	0	100.0000	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556888	38.9910	556888	0	100.0000
Total		5713357	4841896	84.7470	4841896	0	100.0000	0.0000

Invalid votes: Public - 136

Result: The resolution is passed unanimously.





Resolution No.2:

Resolution Required: (Ordinary)			Ordinary Resolution for declaration of dividend on Equity Shares of Rs. 10/- each for the financial year ended 31 st March, 2019.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public- Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53392	3.7383	53392	0	100.0000	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556888	38.9910	556888	0	100.0000
Total		5713357	4841896	84.7470	4841896	0	100.0000	0.0000

Invalid votes: Public - 136

Result: The resolution is passed unanimously.





Resolution No.5:

Resolution Required: (Special)			Special Resolution for reappointment of Mr. Krishna Kejriwal (DIN 00513788) as Managing Director of the Company for a period of 5 years w.e.f. 1 st April, 2019 and approval of his remuneration for a period of 2 years.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public-Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53392	3.7383	53392	0	100.0000	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556888	38.9910	556888	0	100.0000
Total		5713357	4841896	84.7470	4841896	0	100.0000	0.0000

Invalid votes: Public - 136

Result: The resolution is passed unanimously.



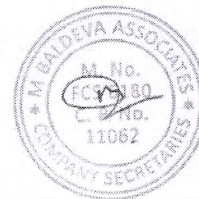


Resolution No.6:

Resolution Required: (Ordinary)			Ordinary Resolution for reappointment of Mrs. Chand Kejriwal (DIN: 00513737) as Whole-Time Director of the Company for a period of 5 years w.e.f. 1 st April, 2019 and approval of her remuneration for a period of 2 years.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	E-Voting	4285008	4285008	100.0000	4285008	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4285008	4285008	100.0000	4285008	0	100.0000
Public-Institutions	E-Voting	100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		100	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1428249	503496	35.2527	503496	0	100.0000	0.0000
	Poll		53392	3.7383	53392	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1428249	556888	38.9910	556888	0	100.0000
Total		5713357	4841896	84.7470	4841896	0	100.0000	0.0000

Invalid votes: Public - 136

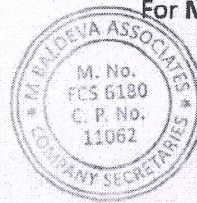
Result: The resolution is passed unanimously.





The Register, all other papers and relevant records relating to poll and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

Place: Thane
Date: 14th September, 2019



For M Baldeva Associates
Company Secretaries

CS Manish Baldeva
Proprietor

M. No. FCS 6180; C.P. No. 11062

Countersigned by

For Remsons Industries Limited

For Remsons Industries Ltd.

Company Secretary

Chairman/Authorised Signatory