



**REPORT OF SCRUTINIZER ON EVOTING AND POSTAL BALLOT PROCESS**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rule, 2014 and amendments thereto)

To,

The Board of Directors

**M/s. Sobhaygya Mercantile Limited**

B-61, Floor 6, Plot No 210 B Wing Mittal Tower Free Press Journal Marg  
Nariman Point Mumbai Mumbai City MH 400021

**Subject:** Scrutinizer's Report on postal ballot including voting by Electronic means in respect of passing of the Resolutions contained in the Notice dated 24<sup>th</sup> August, 2019 through Postal Ballot.

Dear Sir,

I, Parag Dasarwar, Practicing Company Secretaries, having office at 106, Hakim Arcade Dharampeth, Nagpur-440010, appointed as the Scrutinizer by the Board of Directors of M/s. Sobhaygya Mercantile Limited ("The Company") for scrutinizing Postal Ballot Voting and voting by Electronic means pursuant to section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) in respect of the passing of Resolutions contained in the Notice of Postal Ballot dated 24<sup>th</sup> August, 2019 through Postal Ballot, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballot paper by shareholders on the resolutions proposed in the Notice of postal ballot dated 24<sup>th</sup> August, 2019, our responsibility as a scrutinizer is to ensure that the electronic voting process and postal ballot process are conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Board of Directors of the Company, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL), the authorize agency to provide e-voting facilities, engaged by the Company.
2. In accordance with the Postal Ballot Notice sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014 (Amendment Rules 2015) on 01<sup>st</sup> September 2019 the remote e-voting opened at 10.00 a.m. on 02<sup>nd</sup> of September, 2019 and remained open up to 05.00 p.m. on 01<sup>st</sup> of October, 2019.
3. The equity shareholders holding shares as on 23<sup>rd</sup> August 2019 "cut-off date" were entitled to vote on the resolutions stated in the Postal Ballot Notice of the Company.





4. The Postal Ballots forms were duly opened in my/ scrutinizer presence and initialed by the scrutinizer. The ballotpapers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot paper. As per the information given by the Company the names of the shareholders who had voted on e-voting through facility provided by National Securities Depository Limited (NSDL) had been blocked.
5. The ballot paper, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked and the e-voting results/list of equity shareholders who have voted for and against as downloaded from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com/>) is being handed over to the Board of Directors of the Company.
7. Thereafter The votes cast were unblocked.
8. The Particulars of voting through remote e-voting and voting through ballot paper is as follows:-

**A. The Result of the Evoting is given Below:-**

**Resolution -1: Special Resolution**

**Alteration of Main Object Clause of Memorandum of Association of the Company.**

i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	140600	100%
<b>Total</b>	<b>13</b>	<b>140600</b>	<b>100%</b>

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





**B. The result of the Physical Postal Ballot is Given Below:-**

**Resolution -1: Special Resolution**

**Alteration of Main Object Clause of Memorandum of Association of the Company.**

i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical Postal Ballot	3	94030	100%
<b>Total</b>	<b>3</b>	<b>94030</b>	<b>100%</b>

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical Postal Ballot	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**C. The Combined Result of Evoting and Postal Ballot paper is given Below:-**

**Resolution -1: Special Resolution**

**Alteration of Main Object Clause of Memorandum of Association of the Company.**

i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	140600	100%
Physical Postal Ballot	3	94030	100%
<b>Total</b>	<b>16</b>	<b>234630</b>	<b>100%</b>





ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Physical Postal Ballot	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

9. The poll paper and all other record were sealed and handed over to the director authorized by the Board for safe keeping.
10. **Result:-** the resolution have secured requisite majority of votes, the respective resolution may be considered to have been passed. The Board of Directors may accordingly declare the result of Voting.



**FOR PARAG DASARWAR  
COMPANY SECRETARIES**

**Parag Dasarwar**  
**Practicing Company Secretary**  
**Scrutinizer for E- Voting Process & Poll**  
**FCS No. 9304**  
**CP No.: 8227**

**Place: Nagpur**  
**Date: 04/10/2019**