

MT & Co.

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697330

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CONSOLIDATED SCRUTINIZER'S REPORT FOR VOTING THROUGH ELECTRONIC MEANS

To,
The Chairman,
ECE INDUSTRIES LIMITED,
ECE HOUSE, 28-A, KASTURBA GANDHI MARG,
NEW DELHI-110001

Ref: Annual General Meeting of the Equity Shareholders of ECE Industries Limited held on 31st December 2020 at ECE House, 28-A, Kasturba Gandhi Marg, New Delhi-110001 through Video Conferencing

Dear Sir,

I, Tumul Maheshwari, Practicing Company Secretary having office at 35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095 have been appointed as Scrutinizer Pursuant to the Resolution passed by the Board of ECE Industries Limited (hereinafter referred to as the "Company") on 31st October 2020, for the purpose of scrutinizing the e-voting process taken pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014. I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

M/s. MAS Services Limited is the Registrar and Share Transfer Agent (RTA) of the Company and M/s. Central Depository Services Limited is the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the Annual General Meeting (AGM) of the Company, which is held on 31st December 2020. The Service Provider accordingly had set up e-Voting facility on their website, <https://evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

The Company has sent the Notice of the AGM to 3183 Shareholders on 7th December 2020 as per the details available with the RTA/Service Provider through e-mail. The notices which were sent contained the detailed procedure to be followed by the shareholders who were



desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 24th December 2020. As prescribed in the Rules, the Company also released an advertisement, which was published in the English and Hindi language newspaper viz. Business Standard and Business Standard (hindi), carrying the required information as specified in the rules. As prescribed in the aforesaid Rules, the e-Voting facility was kept open on 28th December 2020 from 09:00 A.M., to 30th December 2020 up to 5.00 P.M. At the end of the voting period on 30th December 2020 the portal of the Service Provider was blocked forthwith. On Thursday the 31st December 2020 after the end of the AGM the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by Central Depository Services Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were in all 90 shareholders holding 6699651 equity shares of the Company, who have participated in the voting process for the AGM through e-Voting.

The result of e-voting is as under-

Resolution 1

To receive, consider adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) of the company for the year ended 31st March, 2020 and the Reports of the Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
84	6699633	0	0	100%

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
6	18	0	0	0

(iii) **Invalid** votes:



Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
0	0	0	0	0

Result

The Resolution was passed with requisite majority.

Resolution 2

To declare dividend on the Equity Shares of the company for the Financial Year ended 31st March, 2020.

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
84	6699633	0	0	100%

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
6	18	0	0	0

(iii) **Invalid** votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
0	0	0	0	0

Result

The Resolution was passed with requisite majority.

Resolution 3

To appoint a Director in place of Mrs. Maulashree Gani (DIN 02496033) who retires from office by rotation and being eligible, offer herself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
83	6351274	0	0	100%



(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
6	18	0	0	0

(iii) **Invalid** votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
1	348359	0	0	5.2

Result

The Resolution was passed with requisite majority.

Resolution 4

To appoint Mr Anant Suresh Jatia (DIN 02655500) as a Non-executive Director and in this regard to consider and if thought fit, to pass, with or without modification(s), as an Ordinary Resolution to be and is hereby appointed as a Non-Executive/ Non-Independent Director of the company, liable to retire by rotation

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
84	6699633	0	0	100%

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
6	18	0	0	0

(iii) **Invalid** votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
0	0	0	0	0

Result

The Resolution was passed with requisite majority.

Resolution 5



To approve Appointment and Remuneration payable to Managing Director and in this regard to consider and if thought fit to pass with or without modification(s) as a Special Resolution. The remuneration and appointment is pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 including approval in accordance with Schedule V of the Companies Act for a period of three years

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
83	4651274	0	0	100%

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
6	18	0	0	0

(iii) **Invalid** votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
1	2048359	0	0	30.57

Result

The Resolution was passed with requisite majority.

Resolution 6

To approve the remuneration of the Cost Auditor for the financial year ending March 31, 2021 and in this regard to consider and, if thought fit, to pass the Resolution as an Ordinary Resolution and to be paid the consolidated remuneration of Rupees Fifty thousand apart from Service tax including Cess as applicable and reimbursement of actual travel and out of pocket expenses.

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
84	6699633	0	0	100%

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy	Number of votes cast	% of total number of valid votes cast



		through Ballot		
6	18	0	0	0

(iii) **Invalid votes:**

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	Number of votes cast	% of total number of valid votes cast
0	0	0	0	0

Result

The Resolution was passed with requisite majority.

Results of the above poll may be declared by the Chairman of the meeting accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the AGM were handed over to the Chairman of the Company for safe-keeping.

Restrictions on use

The report has been issued at the request of the Company for, (i) to be placed on the website of the Company and (ii) to be placed on the website of the RTA. This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,

Yours faithfully,

Date: 31/12/2020

Place: Delhi

UDIN No. A016464B001794295

For MT & Co.
Company Secretaries

ACS-16464
CP No.-5554
(Tumul Maheshwari)
Proprietor
C.P. No.5554

WITNESS 1

Name: PAYAL MAHESHWARI

Address: A-604, Shipra Krishna Vihar
Indrapuram, Ghaziabad

Sign: Payal

WITNESS 2

Name: ANMOL MAHESHWARI

Address: 3, Radhey Shyam Park
Sahibabad, Ghaziabad

Sign: Anmol Maheshwari (U.P.) 201005

M. Prasad

CHAIRMAN