

**NEELAM AHIRE**

B.Com. A.C.S. L.L.B.



FORM NO. MGT-13

**SCRUTINIZER'S CONSOLIDATED REPORT**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

**The Chairman/Company Secretary**

Annual General Meeting of the Equity Shareholders of  
Empower India Limited,

held on Monday, 30<sup>th</sup> day of September, 2019 at 9.30 A.M. at Kshatriya Sabhagruh, Opp.  
Portuguese Church, Charni Road, Mumbai- 400004.

Dear Sir,

I, Neelam Ahire, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the Annual General Meeting of M/s. Empower India Limited (herein referred as "the Company"), held on Monday, 30<sup>th</sup> day of September, 2019 at 9.30 A. M. at Kshatriya Sabhagruh, Opp. Portuguese Church, Charni Road, Mumbai-400004, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the Annual General Meeting dated 5<sup>th</sup> September, 2019. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the Annual General Meeting of the Company.



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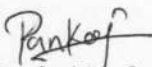
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I submit my report as under:

1. The Company had appointed **National Securities Depository Limited (NSDL)** as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Friday, 27<sup>th</sup> September, 2019 at 9:00 A.M. and closed on Sunday, 29<sup>th</sup> September, 2019 at 5:00 P.M.
2. The voting rights were reckoned as on 23<sup>rd</sup> September, 2019, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Annual General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 30<sup>th</sup> September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Kunal Parmar and Mr. Pankaj Yadav. Both of them are not in the employment of the Company.

  
Mr. Kunal Parmar

  
Mr. Pankaj Yadav

6. No poll paper was found invalid.
7. The Results of the voting are as under:



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## ORDINARY BUSINESS:

### RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)

ADOPTION OF THE STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019 TOGETHER WITH REPORTS OF THE DIRECTORS AND AUDITORS THEREON:

#### Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	425740	0.59
Voting by poll	34	71975030	99.39
Total	22	72400770	99.98

#### Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	12000	0.02
Voting by poll	0	0	0.00
Total	1	12000	0.02

#### Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll	0	0.00
Total	0	0.00

Result: Resolution is passed requisite majority.



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## RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)

RE-APPOINTMENT OF MR. PANKAJ MISHRA, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	425740	0.59
Voting by poll	34	71975030	99.39
Total	22	72400770	99.98

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	12000	0.02
Voting by poll	0	0	0.00
Total	1	12000	0.02

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll	0	0.00
Total	0	0.00

Result: Resolution is passed requisite majority.



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## RESOLUTION NO.3: (AS AN ORDINARY RESOLUTION)

APPOINTMENT OF M/S. TEJAS NADKARNI & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	425740	0.59
Voting by poll	34	71975030	99.39
Total	22	72400770	99.98

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	12000	0.02
Voting by poll	0	0	0.00
Total	1	12000	0.02

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll	0	0.00
Total	0	0.00

Result: Resolution is passed requisite majority.



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## SPECIAL BUSINESSES:

### RESOLUTION NO.4: (AS AN ORDINARY RESOLUTION)

### REGULARIZATION OF APPOINTMENT OF MRS. RANI CHALLAYESTERUAS AN INDEPENDENT DIRECTOR OF THE COMPANY:

#### Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	425740	0.59
Voting by poll	34	71975030	99.39
Total	22	72400770	99.98

#### Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	12000	0.02
Voting by poll	0	0	0.00
Total	1	12000	0.02

#### Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll	0	0.00
Total	0	0.00

Result: Resolution is passed requisite majority.





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8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,  
Yours Faithfully,



Neelam Ahire  
Practicing Company Secretary

For Empower India Limited

Rajgopalan Iyengar  
Chairman



Place: Mumbai  
Date: 30/09/2019

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Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 4 of the Notice of the Annual General Meeting of "EMPOWER INDIA LIMITED" held on, September 30, 2019 at 9:30 A.M.:-

Reso lutio n No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	437740	71975030	72412770	425740	71975030	72400770	99.98	12000	0	12000	0.02
2	437740	71975030	72412770	425740	71975030	72400770	99.98	12000	0	12000	0.02
3	437740	71975030	72412770	425740	71975030	72400770	99.98	12000	0	12000	0.02
4	437740	71975030	72412770	425740	71975030	72400770	99.98	12000	0	12000	0.02

**Result:** All Resolutions are passed with requisite majority.

