

**SCRUTINIZER'S REPORT – COMBINED**

*[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

To,

**Mr. Mohammad Shafi**

**Chairman**

**38<sup>th</sup> Annual General Meeting** of the Equity Shareholders of **East West Holdings Limited** held on **Friday the 27<sup>th</sup> September, 2019**, at **11.00 a.m.** at **Suba International, Plot No. 211, Chakala, Sahar Road, Opposite Cigarette Factory, Andheri East, Mumbai – 400 099.**

**Dear Sir,**

I, CS Mandar Palav, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **East West Holdings Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process, poll process carried out at 38<sup>th</sup> Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the e-voting together with the voting by physical ballot forms at the 38<sup>th</sup> Annual General Meeting.

**Report on Scrutiny**

- The Company had appointed National Securities Depository Limited ("NSDL") as the Service provider, for the purpose of extending the facility of Remote E-Voting to the members of the Company. Satellite Corporate Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company.
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2018-19.



- The Voting rights were reckoned as on Thursday, 19<sup>th</sup> September, 2019 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote E-Voting process was open from 9.00 a.m. on Monday, 23<sup>rd</sup> September, 2019 till 5.00 p.m. on Thursday, 26<sup>th</sup> September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote E-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "Active Times" newspaper dated 6<sup>th</sup> September, 2019 and in Marathi in "Mumbai Lakshdeep" newspaper dated 6<sup>th</sup> September, 2019.
- At the end of the voting period on 26<sup>th</sup> September, 2019 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- At the venue of the 38<sup>th</sup> AGM of the Company, held on Friday, 27<sup>th</sup> September, 2019, the facility to cast vote physically was provided to those members who were present in the meeting but could not earlier participate in the Remote E-Voting to record their votes.
- On completion of voting at the AGM, NSDL provided us with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.
- The votes were reconciled with the records maintained by the Company and RTA with respect to authorization / proxies lodged with the Company.
- I unblocked the Remote E-Voting result on the NSDL E-voting platform in the presence of Ms. Siddhi Dhuwali and Mr. Sanjay Prabhu, who acted as the witnesses, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the remote E-Voting results.





Combined Results of E-Voting and Ballot at the AGM are as under:

**(a) Resolution No.1:- Ordinary Resolution -**

Adoption of the Standalone Audited Financial Statements as well as Consolidated Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2019 together with the Directors' Report and Auditor's Report thereon;

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	24	81,37,591	99.9996%
Less: Invalid Electronic votes	Nil	Nil	Nil
<b>Net Valid Electronic Votes (A)</b>	<b>24</b>	<b>81,37,591</b>	<b>99.9996%</b>
Total Poll Forms received	9	32	0.0004%
Less: Invalid/ Rejected Poll Forms	Nil	Nil	Nil
<b>Net Valid Poll Forms received (B)</b>	<b>9</b>	<b>32</b>	<b>0.0004%</b>
<b>Total Votes - (A+B)</b>	<b>33</b>	<b>81,37,623</b>	<b>100.00%</b>
Assenting	33	81,37,623	100.00%
Dissenting	Nil	Nil	Nil

Accordingly, out of 81,37,623 votes cast (e-voting and ballot), 81,37,623 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; Nil votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

**(b) Resolution No.2:- Ordinary Resolution -**

Declaration of dividend on Equity shares for the financial year 31<sup>st</sup> March, 2019:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	24	81,37,591	99.9996%
Less: Invalid Electronic votes	Nil	Nil	Nil



<b>Net Valid Electronic Votes (A)</b>	<b>24</b>	<b>81,37,591</b>	<b>99.9996%</b>
Total Poll Forms received	9	32	0.0004%
Less: Invalid/ Rejected Poll Forms	Nil	Nil	Nil
<b>Net Valid Poll Forms received (B)</b>	<b>9</b>	<b>32</b>	<b>0.0004%</b>
<b>Total Votes – (A+B)</b>	<b>33</b>	<b>81,37,623</b>	<b>100.00%</b>
Assenting	33	81,37,623	100.00%
Dissenting	Nil	Nil	Nil

Accordingly, out of 81,37,623 votes cast (e-voting and ballot), 81,37,623 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; Nil votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

**(c) Resolution No.3:- Ordinary Resolution -**

Appointment of a Director in place of Mr. Mohammad Shafi (DIN: 00198984) who retires by rotation and, being eligible, offers himself for re-appointment:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	24	81,37,591	99.9996%
Less: Invalid Electronic votes	Nil	Nil	Nil
<b>Net Valid Electronic Votes (A)</b>	<b>24</b>	<b>81,37,591</b>	<b>99.9996%</b>
Total Poll Forms received	9	32	0.0004%
Less: Invalid/ Rejected Poll Forms	Nil	Nil	Nil
<b>Net Valid Poll Forms received (B)</b>	<b>9</b>	<b>32</b>	<b>0.0004%</b>
<b>Total Votes – (A+B)</b>	<b>33</b>	<b>81,37,623</b>	<b>100.00%</b>
Assenting	33	81,37,623	100.00%
Dissenting	Nil	Nil	Nil

Accordingly, out of 81,37,623 votes cast (e-voting and ballot), 81,37,623 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; Nil votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.3 is passed with requisite majority.





Yours Faithfully,

**For DSM & Associates**  
**Company Secretaries**

*m.s. Palav*

**CS Mandar Palav**

**Partner**

**M. No.27695**

**CoP No.13006**



Date: 27<sup>th</sup> September, 2019.

Place: Mumbai.