

# ADITYA BHOJGARIA & CO.

Cost & Management Accountant

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## SCRUTINIZER'S REPORT

21<sup>st</sup> September, 2017

To,  
The Chairman,  
**Technical Associates Infrapower Limited**  
20A, British Indian Street  
1<sup>st</sup> Floor  
Kolkata 700069  
West Bengal

Dear Sir,

The Board of Directors at their meeting held on Thursday, the 10<sup>th</sup> day of August, 2017, have appointed me as the scrutinizer for scrutinizing the voting process (electronically and otherwise), in a fair and transparent manner in respect of the resolutions proposed at the 32<sup>nd</sup> Annual General Meeting (hereinafter referred to as the "AGM") of the Company, held on 21<sup>st</sup> September, 2017 at 11:00 a.m. at 20A, British Indian Street, Kolkata 700069.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided e-voting facility ("remote e-voting") for the members so as to enable them to cast their votes electronically from a place other than venue of the AGM. The Company, accordingly made arrangements to provide the e-voting platform on the e-voting website of National Securities Depository Limited (NSDL).

The Chairman, at the end of discussion on the resolutions on which voting was to be held at the AGM, allowed voting through ballot paper for all those members who were present at the AGM but the Members did not cast their votes by availing the remote e-voting facility.

I have completed the scrutiny of the e-votes and ballot votes and submit my report as under :-

1. The Company on 28<sup>th</sup> August, 2017, completed the dispatch of Notice for the AGM along with the Attendance Slip for the year ended 31<sup>st</sup> March, 2017, to all members whose names appeared as members/beneficial owners in the Company's Register of Members as on 11<sup>th</sup> August, 2017. The Company also dispatched the same via e-mail on 28<sup>th</sup> August, 2017, to members whose e-mail IDs were registered with the Company or the Depository Participants as on 11<sup>th</sup> August, 2017.
2. Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14<sup>th</sup> September, 2017, were entitled to cast their votes through remote e-voting or voting at the AGM.
3. The e-voting period commenced on 18<sup>th</sup> September, 2017, at 9.00 a.m. and ended on 20<sup>th</sup> September, 2017 at 5.00 p.m. The remote e-voting module was disabled by NSDL for voting thereafter.



4. The Corporate members who participated in the remote e-voting, provided certified copy of the Board Resolution authorizing their representative to exercise the voting right on their behalf through e-voting.
5. The option of voting by Physical Ballot was provided at the AGM and the same was exercised by members present at the meeting.
6. After the conclusion of voting at the AGM, the votes cast through remote e-voting were unblocked in the presence of Mr. Ganesh Jhavar, residing at 2/1A, Utkarsh Apartment, Jogesh Mitra Road, Kolkata - 700 025 and Mr. Subir Nandi residing at Rabindra Pally, Bally, Howrah-711227, as witnesses and who are not in employment of the Company.
7. Particulars of all the votes cast through remote e-voting/ Ballots, have been entered in the Electronic Register maintained separately for this purpose.
8. I report the voting particulars hereunder:-
  - i. Remote e-voting option was exercised by non of the shareholders.
  - ii. The option of voting by Physical Ballot was exercised by 5 members present at the meeting.
  - iii. All votes cast were valid votes and none were cancelled or concluded to be invalid.
  - iv. Summary of votes cast for the resolutions proposed to be passed at the 32<sup>nd</sup> AGM of the Company :

Resolution Serial No.	Summary of the Resolution	Resolution Category	No. of member who cast their votes		No. of Shares held by the voters		Assent %	Dissent %
			Assent	Dissent	Assent	Dissent		
1.	Adoption of Financial Statement and Consolidated Financial Statement of the Company for the F.Y. ended 31 <sup>st</sup> March, 2017	Ordinary Resolution	05	-	30,02,070	-	75.05%	-
2.	Appointment of Director retiring by rotation-Shri Ramesh Kumar Saraogi (DIN-02004902)	Ordinary Resolution	05	-	30,02,070	-	75.05%	-
3.	Ratification of Statutory Auditors and fixing their remuneration	Ordinary Resolution	05	-	30,02,070	-	75.05%	-



V. Agenda-wise voting particulars:

**Voting Particulars for Item No. 1 of the Agenda:**

Agenda : To consider and adopt :-

- i. The audited financial statement of the company for the year ended March 31,2017, the reports of the Board of Directors and Auditors thereon;
- ii. The audited consolidated financial statement of the Company for the financial year ended March 31, 2017.

Resolution required: Ordinary Resolution

Result of the voting:

Promoter/ Public	Manner of voting	No. of Shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter &Promoter Group	Remote e-voting	30,00,000	-	-	-	-	-	-
	Ballot at the AGM		30,00,000	75.00%	30,00,000	-	75.00%	-
	<b>Sub- total(A)</b>		<b>30,00,000</b>	<b>30,00,000</b>	<b>75.00%</b>	<b>30,00,000</b>	<b>-</b>	<b>75.00%</b>
Public- Institutional Holders	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM	-	-	-	-	-	-	-
	<b>Sub- total(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public - Others	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM	2,070	2,070	0.05%	2,070	-	0.05%	-
	<b>Sub- total (C)</b>	<b>2,070</b>	<b>2,070</b>	<b>0.05%</b>	<b>2,070</b>	<b>-</b>	<b>0.05%</b>	<b>-</b>
<b>Grand Total (A)+(B) +(C)</b>		<b>30,02,070</b>	<b>30,02,070</b>	<b>75.05%</b>	<b>30,02,070</b>	<b>-</b>	<b>75.05%</b>	<b>-</b>

**Voting Particulars for Item No. 2 of the Agenda:**

Agenda : To appoint a Director in place of Shri Ramesh Kumar Saraogi (DIN- 02004902) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re – appointment.

Resolution required: Ordinary Resolution



**Result of the voting:**

Promoter/ Public	Manner of voting	No. of Shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter &Promoter Group	Remote e-voting	30,00,000	-	-	-	-	-	-
	Ballot at the AGM		30,00,000	75.00%	30,00,000	-	75.00%	-
	<b>Sub- total(A)</b>	<b>30,00,000</b>	<b>30,00,000</b>	<b>75.00%</b>	<b>30,00,000</b>	<b>-</b>	<b>75.00%</b>	<b>-</b>
Public- Institutional Holders	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM	-	-	-	-	-	-	-
	<b>Sub- total(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public - Others	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM	2,070	2,070	0.05%	2,070	-	0.05%	-
	<b>Sub- total (C)</b>	<b>2,070</b>	<b>2,070</b>	<b>0.05%</b>	<b>2,070</b>	<b>-</b>	<b>0.05%</b>	<b>-</b>
<b>Grand Total (A)+(B) +(C)</b>		<b>30,02,070</b>	<b>30,02,070</b>	<b>75.05%</b>	<b>30,02,070</b>	<b>-</b>	<b>75.05%</b>	<b>-</b>

**Voting Particulars for Item No. 3 of the Agenda:**

**Agenda :** To consider the re- appointment of M/s. Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants, as Statutory Auditor of the Company and fix their remuneration.

**Resolution required:** Ordinary Resolution

**Result of the voting:**

Promoter/ Public	Manner of voting	No. of Shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter &Promoter Group	Remote e-voting	30,00,000	-	-	-	-	-	-
	Ballot at the AGM		30,00,000	75.00%	30,00,000	-	75.00%	-



	Sub-total(A)	30,00,000	30,00,000	75.00%	30,00,000	-	75.00%	-
Public-Institutional Holders	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM							
	Sub-total(B)	-	-	-	-	-	-	-
Public - Others	Remote e-voting	-	-	-	-	-	-	-
	Ballot at the AGM	2,070	2,070	0.05%	2,070	-	0.05%	-
	Sub-total (C)	2,070	2,070	0.05%	2,070	-	0.05%	-
Grand Total (A)+(B)+(C)		30,02,070	30,02,070	75.05%	30,02,070	-	75.05%	-

9. In my opinion, based on the above scrutiny, all the resolutions under Item Nos. 1 to 3 have been passed with requisite majority.

10. I further report that the Register and all other relevant records, shall be under my custody till the Chairman considers, approves and signs the minutes and thereafter, I shall return the related papers, relevant records and Register to Bhal Chandra Khaitan (DIN: 00343007), Director of the Company, who has been authorised by the Board of Directors at its meeting held on 21<sup>st</sup> September, 2017, to preserve such documents safely.

Thanking you,  
Yours faithfully,

ADITYA BHOJGARIA & CO,

*Aditya Bhojgaria*  
Proprietor



(Aditya Bhojgaria )  
Cost Accountant in Practice  
F.R.No. : 000809  
Membership No. : 37885

Witnesses :

1. Mr. Ganesh Jhawar

*Ganesh Jhawar*

2. Mr. Subir Nandi :

*Subir Nandi*

Countersigned and Report received by:  
Priti Mishra  
Company Secretary

*Priti Mishra*  
21/9/17