

Report of Observer/Scrutinizer

**To,
Mr Divey Kant, Advocate
Chairperson of the meeting of Equity Shareholders of
Fortune Industrial Resources Ltd (the Transferee Company)**

Sub: Consolidated Observer/Scrutinizer's Report on the voting made through e-voting system in the meeting of Equity Shareholders of Fortune Industrial Resources Ltd as well as through remote e-voting process before the meeting

Respected Sir

I, Mallika Tayal, Company Secretary, appointed by the Hon'ble National Company Law Tribunal, New Delhi Bench-IV, New Delhi vide its Order dated 18th May, 2021 (date of pronouncement), to act as the Observer/Scrutinizer, for the meeting of Equity Shareholders of Fortune Industrial Resources Ltd (hereinafter referred to as "the Transferee Company/the Company") held on Friday, 2nd July, 2021 at 3:00 P.M. through video conferencing, to consider and, if thought fit, approve, the Scheme of Amalgamation of Indus Netlink Ltd, Castle Rock Advisors Pvt Ltd and K2 Infosolutions Pvt Ltd with Fortune Industrial Resources Ltd (the Scheme of Amalgamation/the Scheme) and other connected matter, if any, submit my report as under:

1. That as directed by the Hon'ble Tribunal, the meeting of the Equity Shareholders of Fortune Industrial Resources Ltd was duly convened and held on Friday, 2nd July, 2021 at 3:00 P.M. through video conferencing. Mr Divey Kant, Advocate, chaired the meeting. Ms Ankita Pandey, Advocate, the Alternate Chairperson; and the undersigned being the Observer/Scrutinizer of the meeting, attended the meeting through video conferencing. Legal Counsel of the Applicant Company-Mr Kartikeya Goel, Advocate and the senior management of the Applicant Company were also present in the meeting through video conferencing.
2. That National Securities Depository Limited (NSDL) was appointed to conduct remote e-voting before the meeting as well as during the meeting, in a secured manner. Whereas Mas Services Ltd, a SEBI registered Registrar and Transfer Agent (RTA) was appointed to provide platform for convening the meeting through Video Conferencing; to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting and processing of data relating to the meeting and voting, etc.

Trivedi

Executives of NSDL and Mas Services Ltd provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. The RTA handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

3. Voting upon the Scheme of Amalgamation was conducted through e-voting system in the meeting of Equity Shareholders of Fortune Industrial Resources Ltd (the Transferee Company) held through video conferencing.
4. On conclusion of the voting, complete detail of the e-voting made by the Equity Shareholders of the Company in the meeting was provided to me by NSDL/RTA.
5. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. Remote e-voting period commenced on Monday, 28th June, 2021 at 9:00 A.M. and ended on Thursday, 1st July, 2021 at 5:00 P.M. Complete details of the remote e-voting made by the Equity Shareholders of the Company was provided to me by the NSDL/RTA.
6. No vote was found to be invalid.
7. The result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) is given as under:

Sl. No.	Particulars	No. of Voters	Number of Votes
1.1	Equity Shareholders present in the meeting through video conferencing	32	2,14,900
1.2	Equity Shareholders present in the meeting and voted through e-voting system in the meeting	1	8,600
1.3	Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	31	2,06,300
1.4	Equity Shareholders present in the meeting who have abstained from	Nil	Nil

True

	voting		
2.1	Equity Shareholders who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	36	7,13,700
3.1	Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report [1.2+1.3+2.1]	68	9,28,600
4.1	Invalid Votes	Nil	Nil
5.1	Total Valid Votes	68	9,28,600
6.1	Votes Against	1	300
7.1	Votes Against as % of total valid votes cast	1.47	0.03
8.1	Votes in Favour	67	9,28,300
9.1	Votes in Favour as % of total valid votes cast	98.53	99.97

- 8.** List of **Equity Shareholders** of the Company who voted "FOR" is enclosed herewith.
- 9.** List of **Equity Shareholders** of the Company who voted "AGAINST" is also enclosed herewith.
- 10.** The records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) and all other relevant records are enclosed herewith for doing needful in the matter.

Thanking you

Yours Sincerely

Mallika Tayal
Company Secretary
ACS: 42859
COP: 23020

Observer/Scrutinizer for the meeting of Equity Shareholders of Fortune Industrial Resources Ltd

Dated: 2nd July, 2021
Place: New Delhi

UDIN: A042859C000570870

Consolidated List of Equity Shareholders of Fortune Industrial Resources Ltd who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Equity Shareholder	No. of Shares held	No. of Votes
1.	Mukesh Agrawal	69,200	69,200
2.	Rashmi Mittal	15,200	15,200
3.	Ashok Saxena	15,000	15,000
4.	Om Prakash Verma	47,000	47,000
5.	Krishan Kumar Bajaj	6,500	6,500
6.	Sunil Dhingra	6,500	6,500
7.	Ashwani Verma	4,400	4,400
8.	Rajeev Goel	3,000	3,000
9.	Sanjay Bhatt	5,600	5,600
10.	D.K. Sharma	1,500	1,500
11.	Ram Pal	2,000	2,000
12.	Manoj Kumar	800	800
13.	Hari Om	900	900
14.	R.N. Mishra	1,900	1,900
15.	Rajender Singh	900	900
16.	Surinder Tyagi	800	800
17.	Rajesh Singh	800	800
18.	Umesh	1,000	1,000
19.	Sushil Kumar	500	500
20.	Prince Agarwal	300	300
21.	Alok	200	200
22.	Vijay	500	500
23.	R.B. Singh	1,000	1,000
24.	Sandeep Sharma	1,000	1,000
25.	K.M. Sharma	100	100
26.	Rajesh Chaudhary	1,000	1,000
27.	Anil Kumar	1,000	1,000
28.	Raman	6,000	6,000
29.	Ashok Kumar	6,000	6,000
30.	Ramesh	6,800	6,800
31.	Mohit	8,800	8,800
32.	Hukumchand	8,800	8,800
33.	Jeewan Das	9,800	9,800
34.	Narender Kumar	6,800	6,800
35.	Pawan Kumar	6,800	6,800
36.	Rakesh	8,700	8,700
37.	Radhey Shyam	7,800	7,800
38.	Sanjeev Kapoor	1,800	1,800
39.	Kewal Kishore	3,900	3,900
40.	Ravinder	4,800	4,800
41.	Amit Taneja	5,400	5,400
42.	Ashwani	6,500	6,500
43.	Deepak	6,900	6,900
44.	Inder Pal	6,500	6,500
45.	Inder Pal Singh	300	300
46.	Hari Shanker Garg	200	200
47.	Hem Lata Kaushik	600	600
48.	Chetan Gupta	100	100

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49.	Deepak Gupta	100	100
50.	Anil Gupta	100	100
51.	Jai Parkash Gupta	100	100
52.	Poonam Gupta	100	100
53.	Asha Gupta	100	100
54.	Pushpa Rani	100	100
55.	A. K. Gupta (HUF)	100	100
56.	Deepak Gupta (HUF)	100	100
57.	Rashmi Varma	100	100
58.	Sheela Rani Verma	100	100
59.	Anil Varma (HUF)	100	100
60.	Om Prakash Verma (HUF)	100	100
61.	Satpal Bhandulla	100	100
62.	Uma Bhandulla	100	100
63.	Rashmi Varma	100	100
64.	Sanjeev Agrawal	4,20,500	4,20,500
65.	Deepti Agrawal	95,800	95,800
66.	Prabha Rani Agrawal	1,00,000	1,00,000
67.	Darshan Kumar	8,600	8,600
	Total	9,28,300	9,28,300

True

Consolidated List of Equity Shareholders of Fortune Industrial Resources Ltd who voted against the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Equity Shareholders	No. of Shares held	No. of Votes
1.	Jagdish Chander	300	300
	Total	300	300

Twice