

**ARVIND KUSHWAHA & ASSOCIATES  
COMPANY SECRETARIES**

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**SCRUTINIZER'S REPORT**

**[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20(3) (xi) & 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman of the Annual General Meeting ("AGM") of the shareholders of **FORTUNE INDUSTRIAL RESOURCES LIMITED** (the "Company") held on Tuesday, 25<sup>th</sup> September, 2018 at 25, Bazar Lane, Bengali Market New Delhi - 110001.

Dear Sir,

1. I, Arvind Kumar Kushwaha, Proprietor of Arvind Kushwaha & Associates a practicing Company Secretary Firm having its Registered office at T-5, West Patel Nagar, New Delhi-110008, have been appointed by the Board of Directors of **FORTUNE INDUSTRIAL RESOURCES LIMITED** as a Scrutinizer for the purpose of scrutinizing the e-voting process and for the purpose of the poll taken on the below mentioned resolutions to ascertain the requisite majority on e-voting and poll carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the AGM of the shareholders of the Company held on Tuesday, 25<sup>th</sup> September, 2018.
2. The management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of the AGM of the shareholders of the Company. My responsibility as a scrutinizer for the e-voting process and poll is restricted to the making of the Scrutinizer's report of the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company and the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice by the shareholders as present by poll.




3. Further to the above, I submit my report as under:

- (i) The e-voting period remained opened from September 22, 2018 (09:00) to September 24, 2018 (17:00)
- (ii) The members of the Company as on the record date / cut-off date i.e. September 14, 2018, were entitled to cast their vote electronically on the resolutions as mentioned in the notice of the AGM of the shareholders of the Company;
- (iii) The votes cast were unblocked on September 25, 2018 in the presence of two witnesses **Mr. Dev Yadav** and **Mr. Neeraj Kumar** who are not in employment of the Company. They have signed in below in confirmation of the votes being unblocked in their presence.



Dev Yadav



Neeraj Kumar

- (iv) After the time fixed for the closing of the poll by the Chairman, the poll papers kept for polling were kept in my presence with due identification marks placed by me;
- (v) The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company;
- (vi) I did not find any poll papers invalid;
- (vii) The details of voting are as follows: -



**Item No. 1**

**To receive, consider and adopt the AUDITED FINANCIAL RESULTS for the financial year ended on 31st March, 2018 and Reports of the Board of Directors and the Auditors thereon:**

**1. Voted in favor of the Resolution**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	09	63,400	100%
By poll	07	529000	100%
<b>Total</b>	<b>16</b>	<b>592400</b>	<b>100%</b>

**2. Voted against the Resolution**

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	NA
By poll	0	0	NA
<b>Total</b>	<b>0</b>	<b>0</b>	<b>NA</b>

**3. Invalid votes**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL



Item No. 2

**RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Sanjeev Agrawal (DIN:00282059), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, he and is hereby re-appointed as a Director of the Company, liable to retire by rotation:**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	09	63,400	100%
By poll	07	529000	100%
<b>Total</b>	<b>16</b>	<b>592400</b>	<b>100%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	NA
By poll	0	0	NA
<b>Total</b>	<b>0</b>	<b>0</b>	<b>NA</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL



Item No. 3

To consider and approve the re- appointment of Statutory Auditors of the Company to hold office for a period of Five years until the conclusion of the next Annual General Meeting and to fix their remuneration and to pass with or without modification(s), the following resolution as an Ordinary Resolution;

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	09	63,400	100%
By poll	07	529000	100%
<b>Total</b>	<b>16</b>	<b>592400</b>	<b>100%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	NA
By poll	0	0	NA
<b>Total</b>	<b>0</b>	<b>0</b>	<b>NA</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL



Item No. 4

To appoint Mrs. Puja Sharma as Independent Director:

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	09	63,400	100%
By poll	07	529000	100%
<b>Total</b>	<b>16</b>	<b>592400</b>	<b>100%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	NA
By poll	0	0	NA
<b>Total</b>	<b>0</b>	<b>0</b>	<b>NA</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL



**Item No. 5**

**To appoint Mr. Nishant Goyal as Whole Time Director of the Company:**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	09	63,400	100%
By poll	07	529000	100%
<b>Total</b>	<b>16</b>	<b>592400</b>	<b>100%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	NA
By poll	0	0	NA
<b>Total</b>	<b>0</b>	<b>0</b>	<b>NA</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL

Yours Faithfully,  
For: Arvind Kushwaha & Associates  
Company Secretaries

  
CS Arvind Kushwaha

Proprietor

M. No. 45635

CP No.: 16758

Place: New Delhi  
Date: 25.09.2018