

To,

**The Chairman of 31st AGM of the Equity Shareholders of
M/s Fortune Industrial Resources Limited
(CIN: L51503DL1986PLC024329)
153/1, Nirankari Colony,
New Delhi-110009**

Sub: Report on voting through electronic means carried out during July 07, 2017 (9:00 A.M.) to July 09, 2017 (5:00 P.M.) and Poll conducted at the 31st Annual General Meeting of the Company held on Monday, the 10th day of July, 2017 at 10:00 AM at 153/1, Nirankari Colony, New Delhi-110009.


Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and voting through poll by your members at the 31st Annual General Meeting of your Company held on Monday, the 10th day of July, 2017 at 10:00 AM.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Thanking you,
Yours faithfully,

**For Shipra Khitha & Associates
Company Secretaries**


Shipra Khitha
Proprietor
CP No.: 14648
FCS M.No. 9217



Date: 12th July, 2017
Place: New Delhi

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015]

Name of the Company	Fortune Industrial Resources Limited
Date & Time of Annual General Meeting	Monday, 10 th July 2017 at 10:00 AM ,
Venue	153/1, Nirankari Colony, New Delhi-110009

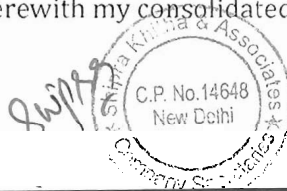
To,
The Chairman
M/s Fortune Industrial Resources Limited
153/1, Nirankari Colony, New Delhi-110009

Sub: Report on voting through electronic means carried out during July 07, 2017 (9:00 A.M.) to July 09, 2017 (5:00 P.M.) and Poll conducted at the 31st Annual General Meeting of the Company held on Monday, the 10th day of July, 2017 at 10.00 AM at 153/1, Nirankari Colony, New Delhi-110009.

Dear Sir,

I, Shipra Khitha, a Company Secretary in Practice (FCS M. No.: 9217, CP No. 14648), have been appointed as a Scrutinizer by the Board of Directors of M/s Fortune Industrial Resources Limited for the purpose of:

- (i) Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules); and
 - (ii) Poll under the provisions of Section 109 of the Companies Act 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 31st Annual General Meeting (AGM) of the Equity Shareholders of M/s Fortune Industrial Resources Limited, held on the 10th July 2017 at 10.00 AM at 153/1, Nirankari Colony, New Delhi-110009.
1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and poll on the resolutions contained in the Notice to 31st Annual General Meeting (AGM) of the shareholders of the Company. My responsibility as a Scrutinizer to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s National Securities Depository Limited, NSDL, under the Rules to provide e-voting facilities, engaged by the Company along with the poll received at the 31st General Meeting of the Company.
 2. Further for the above, I submit herewith my consolidated Scrutinizer's report as under:




In accordance with the Notice of the 31st AGM sent to the shareholders, the e-voting period had commenced on 07th July 2017 at 09:00 A.M. and concluded at 09th July 2017 at 05:00 P.M.

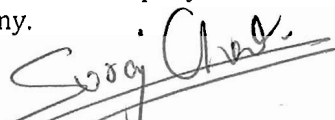
The shareholders of the Company as on the "cut-off date" i.e. 03rd July 2017 was entitled to vote on the resolutions (Item no. 01 to 04 as set out in the notice of the 31st AGM of the Company).

After the close of period for e-voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through e-voting, were downloaded for the e-voting website of NSDL, for the purpose of ensuring that the members who have casted their votes through e voting do not vote again at the 31st AGM.

After the time fixed for closing of the Poll by the Chairman, One ballot box kept for polling were locked in our presence with due identification marks placed by us.

The locked ballot box was subsequently opened in my presence along with the two witnesses (1) Ms. Riya Jain and (2) Mr. Suraj Chandel who are not in employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in their presence. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company- MAS SERVICES LIMITED and the authorization/proxies lodged with the Company.

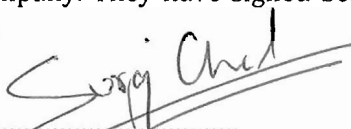

.....
Name: Riya Jain


.....
Name: Suraj Chandel

I did not find any poll papers invalid.

After counting the votes casted by the members and the proxy holders present at the 31st Annual General Meeting of the Company through polling paper, the votes casted through e-voting were unblocked on 10th July 2017, in the presence along with the two witnesses, (1) Ms. Riya Jain and (2) Mr. Suraj Chandel who are not in employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.


.....
Name: Riya Jain


.....
Name: Suraj Chandel

- h. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com
- i. Based on reports generated from the e-voting website of NSDL and voting through poll conducted at the 31st Annual General Meeting, the consolidated report on the result of voting on each Ordinary resolution are given hereunder:



Item No. 1: To receive, consider and adopt the audited Financial Results of the company for the financial year ended on 31st March, 2017 and Reports of the board of directors and Auditors thereon.

(i) Voted in favor of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	4,59,800	100.00%
E-voting	5	83,200	100.00%
Total	11	5,43,000	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) Invalid votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

Item No. 2: To approve the appointment of Mr. Sanjeev Agrawal (DIN: 00282059) as Director retire by rotation.

(i) Voted in favor of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	4,59,800	100.00%
E-voting	5	83,200	100.00%
Total	11	5,43,000	100.00%



(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

Item No. 3: To approve the appointment of M/s Bhala & Bhala, Chartered Accountants as the Statutory Auditors of the Company.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	4,59,800	100.00%
E-voting	5	83,200	100.00%
Total	11	5,43,000	100.00%

(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		



Item No. 4: Appointment of Mr. Pankaj Gupta (DIN:07656139) as Independent Director of the Company.

(i) Voted **in favor** of the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	4,59,800	100.00%
E-voting	5	83,200	100.00%
Total	11	5,43,000	100.00%

(ii) Voted **against** the resolution:

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL		
E-voting			
Total			

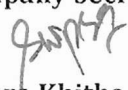
(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Physical	NIL	
E-voting		
Total		

3. An **Annexure I** containing the list of equity shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared invalid for each resolution is enclosed.
4. The relevant records relating to poll including voting by electronic means shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 31st Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

**For Shipra Khitha & Associates
Company Secretaries**


Shipra Khitha
Proprietor
CP No.: 14648
FCS M. No.: 9217



Date: 12th July 2017
Place: New Delhi

Annexure I

(Forming part of Scrutinizer Report vide Ref. no. 03/2017-18)

List of Shareholders voted in favor of resolutions- Through E-voting carried out during July 07, 2017 (9:00 A.M.) to July 09, 2017 (5:00 P.M.)


S.No.	Name of Shareholder	Folio No.	No. of Shares	DP ID	Client ID
1	Rajeev Goel	0001012	3,000	--	--
2	Ashwani Verma	0001011	4,400	--	--
3	Ankita Gupta	0001088	100	--	--
4	Ashwani	0001047	6,500	--	--
5	Mukesh Agrawal	0001004	69,200	--	--
	Total		83,200		

List of Shareholders voted in favor of resolutions- Through Poll conducted in 31st AGM on 10th July 2017 at 10.00 AM

S.No.	Name of Shareholder	Folio No.	No. of Shares	DP ID	Client ID
1	Narender Kumar Jain	0001038	6,800	--	--
2	Mohit Gupta	0001035	8,800	--	--
3	Rampal Taragi	0001015	2,000	--	--
4	Rashmi Kant Mittal	0001005	15,200	--	--
5	Krishan Kumar Bajaj	0001009	6,500	--	--
6	Sanjeev Agrawal	--	4,20,500	12069800	00001312
	Total		4,59,800		

**None of the shareholders casted against the resolution and none of the votes declared invalid.*

**For Shipra Khitha & Associates
Company Secretaries**


Shipra Khitha
Proprietor
CP No.: 14648
FCS M. No.: 9217



Date: 12th July 2017
Place: New Delhi