VIJAY KUMAR MISHRA
B. Com. (Hons.), A.C.A., F.C.S.
PARESH D PANDYA
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#### VKM & ASSOCIATES

#### PRACTISING COMPANY SECRETARIES

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# Form No. MGT-13 Report of Scrutinizer(s)

#### Combined Scrutinizer's Report (E-Voting & Ballot Poll) For MONARCH NETWORTH CAPITAL LIMITED

To, Chairman, Monarch Networth Capital Limited, 901/902, 9th Floor, Atlanta Centre, Sonawala Road, Goregaon E, Mumbai 400063

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by ballot poll at the Twenty Six Annual General Meeting of Monarch Networth Capital Limited held on Monday, September 30, 2019 at 11.30 am at Supreme Hospitality, Ozone Activity Centre, Prabhodhan, Siddharth Nagar, Goregaon W, Mumbai -400104.

I, Vijay Kumar Mishra, of VKM & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Monarch Networth Capital Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule



20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 26<sup>th</sup> Annual General Meeting (AGM) of Monarch Networth Capital Limited on Monday, September 30, 2019 at 11.30 am.

We were appointed as Scrutinizer on September 3, 2019 to scrutinize the voting process at the said AGM.

At the request of the management, we hereby submit our Combined Scrutinizer report on evoting and Ballot poll as under:

- a. The notice dated September 3, 2019, along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the below-mentioned resolutions passed at the 26<sup>th</sup> AGM of the Company.
- b. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- c. The Company had also provided voting by way of the Ballot poll to the shareholders present at the 26<sup>th</sup> AGM and who had not cast their vote earlier through remote e-voting facility.
- d. The shareholders of the company holding shares as on the "cut-off" date of 23<sup>rd</sup> September, 2019 were entitled to vote on the resolutions as contained in the Notice of the 26<sup>th</sup> AGM.



- e. The voting period for remote e-voting commenced on Thursday, 26<sup>th</sup> September, 2019
   (9.00 a.m.) and ended on Sunday, 29<sup>th</sup> September, 2019 at (5.00 p.m.) and the CDSL e-voting platform was blocked thereafter.
- f. After the closure of the voting at the 26<sup>th</sup> AGM, the report on voting done at the meeting was generated in our presence and the voting was diligently scrutinized by us.
- g. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the 26th AGM the votes cast there under were counted.
- h. We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting by the Ballot poll at the 26th AGM.
- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the Ballot poll conducted at the venue of the meeting on the resolutions contained in the notice of the 26th AGM.
- j. Our responsibility as scrutinizer for the remote e-voting and the voting conducted through a Ballot poll at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

We now submit our consolidated Report as under, based on the result of the remote e-voting and voting by Ballot poll at the 26th AGM in respect of the said resolutions.



# Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the year ended 31st March, 2019 together with the Reports of the Board of Directors' and the Auditors' thereon.

### (i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	44	1,73,10,174	100%
Voting at AGM by	12	64,912	100%
Ballot Poll	-		1000/
Total	56	1,73,75,086	100%

# (ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	0	0	0
Voting at AGM by	0	0	0
Ballot Poll			
Total	0	0	0

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	NA



# Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Ms. Manju Bafna (DIN: 01459885), Whole Time Director, who retires by rotation and being eligible offers herself for re-appointment .

### (i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	43	1,58,02,674	91.30%
Voting at AGM by	12	64,912	100%
Ballot Poll			
Total	55	1,58,67,586	95.65%

# (ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	0	0	0
Voting at AGM by	0	0	0
Ballot Poll			
Total	0	0	0

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
01	15,07,500



### Resolution No. 3: Ordinary Resolution

Re-appointment of Statutory Auditors of the Company for a second term of five consecutive years:

#### (i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	44	1,73,10,174	100%
Voting at AGM by	12	64,912	100%
Ballot Poll	,		
Total	56	1,73,75,086	100%

#### (ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	0	0	0
Voting at AGM by Ballot Poll	0	0	0
Total	0	0	0

Number of Members whose votes were declared invalid	Number of invalid votes cast by them	
Nil	NA	



# Resolution No. 4: Special Resolution

# Re-appointment of Mr. Mayukh Pandya as an Independent Director of Company:

# (iv) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	44	1,73,10,174	100%
Voting at AGM by	12	64,912	100%
Ballot Poll			
Total	56	1,73,75,086	100%

# (v) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	0	0	0
Voting at AGM by	0	0	0
Ballot Poll			
Total	0	0	0

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	NA



# Resolution No. 5: Special Resolution

Re-appointment of Mr. Chetan Bohra as an Independent Director of the Company:

### (i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	44	1,73,10,174	100%
Voting at AGM by	12	64,912	100%
Ballot Poll			
Total	56	1,73,75,086	100%

# (ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	0	0	0
Voting at AGM by	0	0	0
Ballot Poll			0
Total	0	0	U

Number of Members whose votes were declared invalid	Number of invalid votes cast by them	
Nil	NA	



1. The above Resolutions No. 1 to 5 were passed with requisite majority of Votes.

All electronic data and relevant records of voting will remain in our custody until the Chairman considers, approves and sign the Minutes of 26<sup>th</sup> Annual General Meeting of the Company and after, the same will be handed over to CS Rupali Verma of the Company for safe keeping.

Thanking you,

Yours Faithfully For VKM & Associates Practising Company Secretaries

Vijay Kumar Mishra

**Partner** 

Mem No.: F 5023 COP: 4279

Date: 30/09/2019 Place: Mumbai