



# SANDEEP DUBEY & ASSOCIATES

(PRACTICING COMPANY SECRETARIES)

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## CONSOLIDATED SCRUTINIZER REPORT

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India].

To,

The Managing Director  
Amforge Industries Limited  
1104-A, Raheja Chambers  
Free Press Journal Marg  
Nariman Point  
Mumbai-400021

Respected Sir,

I, Sandeep Dubey, Company Secretary in practice and Partner of M/s. Sandeep Dubey & Associates, Practicing Company Secretaries, appointed as Scrutinizer by **M/s. Amforge Industries Limited** ("the Company") for the purpose of scrutinizing the remote e-voting process and voting through video conferencing ("VC")/ other Audio Visual means ("OAVM") on the resolutions contained in the notice dated 24<sup>th</sup> August 2020 ("Notice") calling 48<sup>th</sup> Annual General Meeting of its Equity Shareholders ("**the Meeting**" /"**AGM**"). The AGM was convened on Monday, September 28, 2020 at 03:00 p.m.(IST) through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM"). The said appointment as scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").

Due to (COVID-19) Global pandemic, the AGM was conducted as per the guidelines issued by the Ministry of Corporate Affairs ("MCA") vide General Circular No.4/2020 dated April 8, 2020, General Circular No. 17 /2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020.

The management of the Company's responsibility to ensure the compliances pursuant to of the Companies Act, 2013 and rules relating to remote e-voting and through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM") for voting on the resolutions as set out in the notice of AGM. My responsibility as Scrutinizer generate the report from the e-voting system provided by the agency engaged by the Company for remote e-voting and Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at the AGM.

Pursuant to Section 102 of the Act, the Notice along with Annual Reports were sent to the Shareholders through email / by courier to the shareholders, who have not registered their email ides with the Company, within the stipulated time before the AGM.

Pursuant to provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement (Notice) convening the meeting in the newspapers, Free Press Journal (in English) and "Navshakti" (in Marathi) on 27<sup>th</sup> August, 2020 and clipping of the same were submitted to BSE Ltd were the company's share are listed stock trading.

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The e-voting facility (remote e voting) was kept open for three (3) days i.e. from Friday, 25<sup>th</sup> September 2020 @ 09:00 a.m. (IST) to Sunday, 27<sup>th</sup> September, 2020 up to 5:00 p.m., (IST). The Members cast their votes electronically on e-voting platform provided by the Link Intime India Private Limited on the designated website <https://instavote.linkintime.co.in>

Pursuant to the said Rules, after the closure of the remote e- voting, the shareholders, who have not voted by remote voting, e-voted at the AGM through Video Conferencing (“VC”) / Other Audio-Visual means (“OAVM”).

After the closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>) and reconciled by me and the results are as follows:

#### RESOLUTION NO. 1

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020 together with the Reports of the Board of Directors and the Auditors thereon:

##### I. Vote in favour of the resolution:

Mode of voting	No of Members voted	No. of votes	% of total no. of valid votes cast
Remote E-Voting	28	5829874	99.9615
E-Voting at AGM	2	2350	100.00
<b>Total</b>	<b>30</b>	<b>5832224</b>	<b>99.9981</b>

##### II. Vote against the resolution:

Mode of voting	No of Members voted	No. of votes cast	% of total no. of valid votes cast
Remote E-Voting	1	110	0.0019
E-Voting at AGM	0	0	0
<b>Total</b>	<b>1</b>	<b>110</b>	<b>0.0019</b>

##### III. Invalid Votes:

Total numbers of Members whose votes were declare Invalid.	Total number of votes cast by them
NIL	NIL

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**RESOLUTION NO. 2:**

To appoint a Director in place of Mrs. Reshma Makar (DIN-00019758), who retires by rotation and being eligible, offers herself for re-appointment.

**I. Vote in favour of the resolution:**

Mode of voting	No of Members voted	No. of votes	% of total no. of valid votes cast
Remote E-Voting	28	5829874	99.9615
E-Voting at AGM	2	2350	100
<b>Total</b>	<b>30</b>	<b>5832224</b>	<b>99.9981</b>

**II. Vote against the resolution:**

Mode of voting	No of Members voted	No. of votes cast	% of total no. of valid votes cast
Remote E-Voting	1	110	0.0019
E-Voting at AGM	0	0	0
<b>Total</b>	<b>1</b>	<b>110</b>	<b>0.0019</b>

**III. Invalid Votes:**

Total numbers of Members whose votes were declare Invalid.	Total number of votes cast by them
NIL	NIL

**Resolution No. 3 - Re-Appointment of Mr. Hudson Joseph D'costa, as Managing Director.**

**I. Vote in favour of the Resolution:**

Mode of voting	No of Members voted	No. of votes cast	% of total no. of valid votes cast
Remote E-Voting	28	3088994	99.9613
E-Voting at AGM	2	2350	100
<b>Total</b>	<b>30</b>	<b>3091344</b>	<b>99.9964</b>

**II. Vote against the Resolution:**

Mode of voting	No of Members voted	No. of votes cast	% of total no. of valid votes cast
Remote E-Voting	1	110	0.0387
E-Voting at AGM	0	0	0
<b>Total</b>	<b>1</b>	<b>110</b>	<b>0.0036</b>

**III. Invalid Votes:**

Total numbers of members whose votes were declare Invalid.	Total number of votes cast by them
NIL	NIL

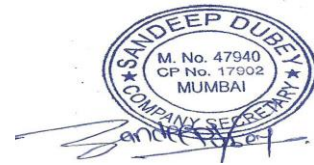
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I, Sandeep Dubey hereby confirm that all the resolutions are passed by requisite majority.

The Register, all other papers and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and will be handed over to the Company for their safekeeping.

This report is issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on their website, etc. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

For SANDEEP DUBEY & ASSOCIATES  
(Practising Company Secretaries)



Sandeep Dubey  
Practicing Company Secretary (Scrutinizer)  
M.NO.47940 / CP.No.17902

Place: Mumbai

Date: 30<sup>th</sup> September 2020

UDIN: A047940B000809965

Countersigned By:  
For Amforge Industries Limited

Hudson D'costa  
Managing Director