

**FORM NO. MGT-13**

**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,

NAME OF THE COMPANY	<b>SULABH ENGINEERS AND SERVICES LIMITED</b>
MEETING	<b>36<sup>th</sup> Annual General Meeting</b>
DATE & TIME	<b>Saturday September 28<sup>th</sup>, 2019 at 02:00 P.M.</b>
VENUE	<b>206, 2<sup>nd</sup> Floor, Apollo Complex Premises Cooperative Society Ltd, R. K Singh Marg, Parsi Panchayat Road, Andheri (East) Mumbai-400069.</b>

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P.D' Mello Road, Beside Manama Hotel, Opp St. George Hospital, Mumbai-400 001 was appointed as Scrutinizer by the Board of Directors of **M/s. SULABH ENGINEERS AND SERVICES LIMITED** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Saturday September 28<sup>th</sup>, 2019 at 02:00 P.M. at **206, 2<sup>nd</sup> Floor, Apollo Complex Premises Coopertaive Society Ltd, R. K Singh Marg, Parsi Panchayat Road, Andheri (East) Mumbai-400069** submit my report as under:



## 1. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under;

### ➤ **By Electronic Means:**

On 31<sup>st</sup> August 2019, by e-mail to 786 Shareholders who had registered their email-ids with Depositories/the Company.

### ➤ **By Courier:**

On 31<sup>st</sup> August 2019, to 252 Shareholders.

## 2. Cut-off Date

The Voting rights were reckoned as on **Saturday, 21<sup>st</sup> September, 2019** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

## 3. Remote e-Voting

### i. **Agency:**

The Company has appointed Central Depository (India) Limited (CDSL) as the Agency for providing the remote e-Voting platform.

### ii. **Remote e-Voting:**

The remote e-Voting platform was open from 09:00 a.m. on Wednesday, 25<sup>th</sup> September, 2019 upto 5:00 p.m. on Friday, 27<sup>th</sup> September, 2019 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by CDSL.

## 4. Voting at the AGM

### i.

Members present in person / through authorised representatives-	<b>25</b>
Members present but did not participate in Poll as they had exercised their votes through E-Voting-	<b>1</b>
Members present but did not participate in Poll and also did not had exercised their votes through E-Voting-	<b>0</b>
Members who cast vote through Poll	<b>24</b>

- ii. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- iii. The locked ballot box was subsequently opened in my presence and 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.

**5. Counting Process:**

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked at around 5.15 p.m. in presence of two witnesses who were not in the employment of the Company. The ballot box was opened and polling papers were removed and examined.



Name: Ms. Vrushali Shirdhankar



Name: Mr. Jatin Kharwa

- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>)
- iii. The combined result of remote E-voting and poll is as under:



### **VOTING RESULTS**

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

<b>Date of the AGM/EGM</b>	<b>28<sup>th</sup> September, 2019</b>
<b>Total number of shareholders on cut-off date</b>	<b>1038</b>
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	<b>25</b>
Promoters and Promoter Group:	1
Public:	24
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>0</b>
Promoters and Promoter Group:	0
Public	0

*S. J. J. J.*

**Resolution No. 1**

To receive, consider and adopt the Audited Balance Sheet (Stand Alone and Consolidated) as at March 31, 2019 the Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,56,83,437	100	2,56,83,437	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2,56,83,437</b>	<b>2,56,83,437</b>	<b>100</b>	<b>2,56,83,437</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	7,47,91,563	60,029	0.08	60,019	10	99.98	0.02
	Poll		2,091	0.003	2,091	0	100	100
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>7,47,91,563</b>	<b>62,120</b>	<b>0.08</b>	<b>62,110</b>	<b>10</b>	<b>99.98</b>
<b>Total</b>		<b>10,04,75,000</b>	<b>2,57,45,557</b>	<b>25.62</b>	<b>2,57,45,547</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

**Resolution No. 2**

To reappoint Mrs. Seema Mittal, (DIN: 06948908), Director who retires by rotation and being eligible, offers herself for reappointment.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,56,83,437	100	2,56,83,437	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2,56,83,437</b>	<b>2,56,83,437</b>	<b>100</b>	<b>2,56,83,437</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	7,47,91,563	60,029	0.08	60,019	10	99.98	0.02
	Poll		2,091	0.003	2,091	0	100	100
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>7,47,91,563</b>	<b>62,120</b>	<b>0.08</b>	<b>62,110</b>	<b>10</b>	<b>99.98</b>
<b>Total</b>		<b>10,04,75,000</b>	<b>2,57,45,557</b>	<b>25.62</b>	<b>2,57,45,547</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

**Resolution No. 3**

**Special Business**

**Appointment of Mr. Vijay Kumar Jain (DIN-08208856) as the Independent Director of the Company for the term of 5 consecutive years commence from September 28, 2019 to 41<sup>st</sup> Annual General Meeting Whichever is earlier.**

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,56,83,437	2,56,83,437	100	2,56,83,437	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2,56,83,437</b>	<b>2,56,83,437</b>	<b>100</b>	<b>2,56,83,437</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	7,47,91,563	60,029	0.08	60,019	10	99.98	0.02
	Poll		2,091	0.003	2,091	0	100	100
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>62,120</b>	<b>0.08</b>	<b>62,110</b>	<b>10</b>	<b>99.98</b>	<b>0.02</b>
<b>Total</b>		<b>7,47,91,563</b>	<b>25745557</b>	<b>25.62</b>	<b>25745547</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

*(Signature)*

### RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt the Audited Balance Sheet (Stand Alone and Consolidated) as at March 31, 2019 the Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon.	Ordinary Resolution	99.99	0.01
2.	To reappoint Mrs. Seema Mittal, (DIN: 06948908), Director who retires by rotation and being eligible, offers herself for reappointment.	Ordinary Resolution	99.99	0.01
3.	Appointment of Mr. Vijay Kumar Jain (DIN-08208856) as the Non Executive-Independent Director of the Company for a period of 5 years.	Ordinary Resolution	99.99	0.01

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,



**Dr. S. K. Jain**  
Practicing Company Secretary



**Manoj Kumar Agarwal**  
Whole time Director

Place: Mumbai

Date: 28<sup>th</sup> September, 2019