

REPORT OF SCRUTINIZER

Date: 30<sup>th</sup> September, 2019

To,  
The Chairperson,  
M/s Kome-On Communication Ltd  
Block No. 338/Paiky 6/2, Dhamdachi Village,  
Tal & Dist. Valsad,  
Ahmedabad-396001

Dear Sir,

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 through electronic voting system at the 26<sup>th</sup> Annual General Meeting of the Members of M/s Kome-On Communication Ltd held on on Monday, 30th September, 2019 at 11:00 a.m. at Block No. 338/Paiky, 6/2, Dhamdachi Village, Valsad, Gujarat - 396001

I, Nitesh Chaudhary, Practicing Company Secretaries, Mumbai, have been appointed by the Board of Directors of M/s Kome-On Communication Ltd ("the Company") as Scrutinizer for the purpose of scrutinizing the poll including voting by electronic means my authorised representative attended the AGM on my behalf me, and ascertaining the requisite majority on the voting carried out on the resolutions contained in the Notice of 26<sup>th</sup> AGM (hereinafter referred to as "the resolutions") of the Company, as per the provisions of Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21(2) of the Companies (Management and Administration) Rules, 2014.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules relating to remote e-voting and through physical ballot process on the resolution contained in the notice of 26<sup>th</sup> Annual General meeting of the Company. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by National Securities Depositories Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. The notice have been mailed through electronically to those members who have registered their email addresses with the Company or their Depository Participant and in other cases the Company has dispatched the Notice of the 26<sup>th</sup> AGM.
2. The E-voting period remained open from 27<sup>th</sup> September, 2019 (9:00 AM) to 29<sup>th</sup> September 2019 (5:00 PM) and the shareholders holding shares as on the "cut-off" date i.e. 20<sup>th</sup> September, 2019 were entitled to vote on the proposed resolutions item no. 1 to 7 as set out in the Notice of the 26<sup>th</sup> AGM of the Company.
3. The votes were unblocked in presence of the two witnesses, who are not in the employment of the Company. They have signed below in conformation of the votes being unblocked in their presence.

Witness 1

Witness 2

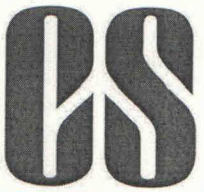


Address: D - 107 Crystal Plaza, Opposite Infinity Mall, New Link Road, Andheri (W), Mumbai - 400053

Email: [csniteshchaudhary@gmail.com](mailto:csniteshchaudhary@gmail.com); Mob. No. +91 86554 56923; +91 76669 91644

Website: [www.csniteshchaudhary.com](http://www.csniteshchaudhary.com)





4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of National Securities Depository Limited i.e. (<https://www.evoting.nsdl.com>).
5. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence upon conclusion of meeting and poll paper/ authorization/proxies were diligently scrutinized. The poll papers were reconciled the records maintained by the Company/ Registrar and Transfer Agents of the Company and the poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. Total 8 members were physically present in the Annual General Meeting of the Company, out of 8 members physically present in the AGM 5 members voted in AGM by Poll and 3 members who were present in the AGM was already voted by e-voting system.
8. I did not found any invalid polling paper.
9. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the Shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.
10. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of National Securities Depository Limited i.e. (<https://www.evoting.nsdl.com>).
11. The members who had voted through remote e-voting were instructed not to vote through poll at the meeting, and the members who had casted votes e-voting as well as through poll, the voting done by E-voting were considered.
12. The combined result of the Poll and e-voting is as under:

Resolution No. : 1

Nature of Resolution : Ordinary Resolution

Subject Matter : To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March 2019, the Profit and Loss account for the year ended on 31<sup>st</sup> March 2019 and the reports of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

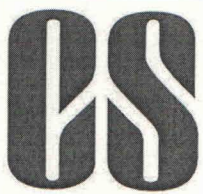
Address: D - 107 Crystal Plaza, Opposite Infinity Mall, New Link Road, Andheri (W), Mumbai - 400053

Email: [csniteshchaudhary@gmail.com](mailto:csniteshchaudhary@gmail.com) ; Mob. No. +91 86554 56923; +91 76669 91644

Website: [www.csniteshchaudhary.com](http://www.csniteshchaudhary.com)







(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 2  
Nature of Resolution : Ordinary Resolution  
Subject Matter : To appoint a Director in the place of Shri Gajendra Kalulal Salvi (DIN: 0790814) who retires on rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

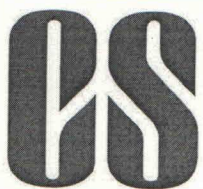
Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 3  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Appointment of Statutory Auditor to fill Casual Vacancy

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100





(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 4  
Nature of Resolution : Ordinary Resolution  
Subject Matter : Service of Approval of charges for service of documents on the Shareholders.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

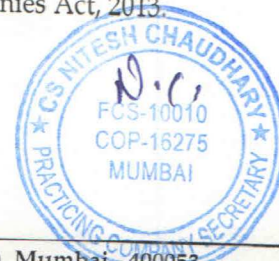
(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

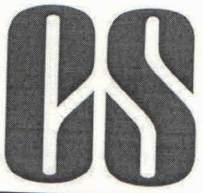
(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 5  
Nature of Resolution : Special Resolution  
Subject Matter : Approval of the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013.







(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 6  
Nature of Resolution : Special Resolution  
Subject Matter : Approval of Related Party Transaction.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

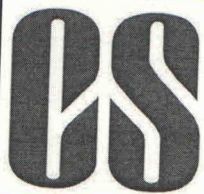
(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0





**NITESH CHAUDHARY**  
**PRACTICING COMPANY SECRETARY**

M. Com, MBA, FCS

Resolution No. : 7  
Nature of Resolution : Special Resolution  
Subject Matter : Authorizing board of directors for borrowing monies and authorization limit to secure the borrowings under section 180(1)(c) and 180(1)(a) respectively of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Voting	5	4063752	37.67
E-Voting	3	6725375	62.33
Total	8	10789127	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

The electronic data and all other relevant records relating to the poll and e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson signs the Minutes.

Note: According to the E-voting report downloaded from NSDL and Polling paper scrutiny, since the majority votes cast in the favour of all the resolutions set out in the notice of AGM hence the Resolution no. 1-7 passed with requisite majority.

For NITESH CHAUDHARY,



*N. Chaudhary*  
Nitesh Chaudhary  
Practicing Company Secretaries  
C. P. No: 16275  
Membership No.: F10010

Place: Mumbai  
Date: 30<sup>th</sup> September, 2019