

26<sup>th</sup> September, 2020

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.  
**Company Code No. 541945**

Dear Sir/Madam,

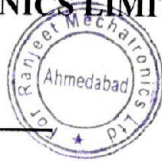
**Sub: Scrutinizer Report**

Please find attached Scrutinizer Report dated 26<sup>th</sup> September, 2020 as required under Section 108 & Section 109 of the Companies Act 2013 r.w. Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as received from M/s Riddhi Khaneja & Associates Company Secretaries, Ahmedabad who acted as a Scrutinizer for the 27<sup>th</sup> Annual General Meeting held on Saturday, 26<sup>th</sup> September, 2020 at Block A, Office No. 407, Dev Aurum, Anand Nagar Char Rasta, Prahlad Nagar Road Ahmedabad, Gujarat- 380015.

Kindly take the same on record.

Yours faithfully,  
For **RANJEET MECHATRONICS LIMITED**

*F.M. Patel*



**FALGUNI MALAY PATEL**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

**RANJEET MECHATRONICS LTD.**

(FORMERLY KNOWN AS: RANJEET ELECTRIC PVT. LTD. || DESTINY ZONE SECURITY SYSTEMS PVT. LTD. || HIMGIRI SOLUTIONS PVT. LTD.)

**REGISTER ADDRESS:** - Block A. #407 4th Floor Dev Aurum, Anandnagar Cross Road, Prahaladnagar Road, Ahmedabad.

380015. Gujarat. Tel.: 91 79 40009390. Email: [info@ranjeet.co.in](mailto:info@ranjeet.co.in) and [cs.compliance@ranjeet.co.in](mailto:cs.compliance@ranjeet.co.in) ||

Website: [www.ranjeet.co.in](http://www.ranjeet.co.in) CIN NO. L31100GJ1993PLC019635

**Form No. MGT 13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
**The Chairman,**  
**Ranjeet Mechatronics Limited**  
Block A, Office No: 407,  
Dev Aurum, Anand Nagar Char Rasta,  
Prahlad Nagar Road, Ahmedabad-380015.

**Re: 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ranjeet Mechatronics Limited Held on Saturday, the 26<sup>th</sup> September, 2020 commenced at 12 noon through video conferencing.**

Dear Sir,

I **Riddhi Pamnani, Proprietor of M/s Riddhi Khaneja & Associates**, Practising Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process for the business to be transacted at the 27<sup>th</sup> Annual General Meeting the ("AGM") of Ranjeet Mechatronics Limited vide its Board Meeting held on 29th August, 2020 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ranjeet Mechatronics Limited, held today on Saturday, the 26<sup>th</sup> September, 2020 commenced at 12 noon through at Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020 and 5<sup>th</sup> May 2020, respectively, issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated 12<sup>th</sup> May 2020 issued by the Securities and Exchange Board of India ('SEBI Circular') and as per the applicable provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').



The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID- 19 pandemic.

**I hereby submit my report as under:**

1. Pursuant to the MCA and SEBI Circulars, the Notice of the 27<sup>th</sup> Annual General Meeting along with the Annual Report for the year 2019-20 was sent in electronic form only to those shareholders whose email address are registered with the Company/Depositories. The Notice calling the 27<sup>th</sup> AGM had been uploaded on the website of the Company at [www.ranjeet.co.in](http://www.ranjeet.co.in). The Notice can be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) and is also available on the website of Central Depository (India) Limited ("CDSL") (agency for providing the Remote e-Voting facility) at [www.evotingindia.com](http://www.evotingindia.com).
2. The Company published two newspaper advertisements before and after the Notice calling the 27<sup>th</sup> AGM along with the Board's Report for the year 2019-20 was sent to the shareholders via electronic mode pursuant to the MCA and SEBI Circulars. The advertisements were published on 2<sup>nd</sup> September, 2020 and 8<sup>th</sup> September, 2020 respectively in 'Free Press Gujarat' in English and in 'Lokmitra' in Gujarati (Regional Language).
3. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 18<sup>th</sup> September, 2020, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 6 in the Notice of the 27<sup>th</sup> AGM of Ranjeet Mechatronics Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from Wednesday, the 23<sup>rd</sup> September, 2020 and ended Friday, the 25<sup>th</sup> September, 2020. Further the shareholders who did not cast their votes during the e-voting period, were also allowed to vote upto 15 minutes after the conclusion of the meeting.



**7. Management's Responsibility:**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**8. Scrutinizer's Responsibility:**

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting (Remote) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository (India) Limited ("CDSL") authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or CDSL for my verification.

9. The votes casted through E-voting were unblocked by me on Saturday 26<sup>th</sup> September, 2020 in presence of Ms. Trusha Shah and Mr. Mukesh Pamnani who were not in the employment of the Company.

10. The summary of the e-voting is given below:

**a) Resolution: Ordinary Resolution for Adoption of Audited Financial Statements for F.Y. 2019-20.**

**i. Voted in favour of the resolution:**

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 16                      | 4636420                      | 70.24   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 17                      | 4972380                      | 75.34   |

**ii. Voted against the resolution:**

| Type of voting          | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|--|------------------------------|---|
| Remote E-voting         | <b>NIL</b>   |                              |   |
| Venue Voting (e-voting) |  |                              |   |
| Total                   |  |                              |   |

iii. **Invalid votes:**

| Type of voting          | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of shares |
|-------------------------|--|------------------------------|-----------------------------|
| Remote E-voting         | NIL  |                              |                             |
| Venue Voting (e-voting) |  |                              |                             |
| Total                   |  |                              |                             |

**b) Resolution: Ordinary Resolution to appoint a director in place of Mr. Devarshi Rakesh Swadia (DIN: 00356752), who retires by rotation and being eligible, offers himself for re-appointment**

i. **Voted in favour** of the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 14                      | 3382820                      | 51.26   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 15                      | 3718780                      | 56.35   |

ii. **Voted against** the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | NIL                     |                              |   |
| Venue Voting (e-voting) |                         |                              |   |
| Total                   |                         |                              |   |

iii. **Invalid votes:**

| Type of voting          | Number of members voted | Number of votes cast by them | % of total number of shares |
|-------------------------|-------------------------|------------------------------|-----------------------------|
| Remote E-voting         | 2                       | 1253600                      | 18.99                       |
| Venue Voting (e-voting) | -                       | -                            | -                           |
| Total                   | 2                       | 1253600                      | 18.99                       |



**c) Resolution: Ordinary Resolution to appoint M/s. M/s. Philip Fernandes & Co., Chartered Accountants as Statutory Auditors of the Company.**

i. Voted **in favour** of the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 16                      | 4636420                      | 70.24   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 17                      | 4972380                      | 75.34   |

ii. Voted **against** the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | NIL                     |                              |   |
| Venue Voting (e-voting) |                         |                              |   |
| Total                   |                         |                              |   |

iii. **Invalid votes:**

| Type of voting          | Number of members voted | Number of votes cast by them | % of total number of shares |
|-------------------------|-------------------------|------------------------------|-----------------------------|
| Remote E-voting         | NIL                     |                              |                             |
| Venue Voting (e-voting) |                         |                              |                             |
| Total                   |                         |                              |                             |

**d) Resolution: Ordinary Resolution for appointment of Mr. Bhavinkumar O. Kachhchhava (DIN: 08837036) Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company.**

i. Voted **in favour** of the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 16                      | 4636420                      | 70.24   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 17                      | 4972380                      | 75.34   |

ii. Voted **against** the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | NIL                     |                              |   |
| Venue Voting (e-voting) |                         |                              |   |
| Total                   |                         |                              |   |

iii. **Invalid votes:**

| Type of voting          | Number of members voted | Number of votes cast by them | % of total number of shares |
|-------------------------|-------------------------|------------------------------|-----------------------------|
| Remote E-voting         | NIL                     |                              |                             |
| Venue Voting (e-voting) |                         |                              |                             |

e) **Resolution: Special Resolution to approve the payment of remuneration to Mr. Rakesh V. Swadia (DIN: 00356657), Chairman and Managing Director of the Company w.e.f. 1st October, 2020 for the remaining period of his present tenure.**

i. Voted **in favour** of the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 14                      | 2824300                      | 42.79   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 15                      | 3160260                      | 47.88   |

ii. Voted **against** the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         |                         |                              |   |
| Venue Voting (e-voting) |                         |                              |   |
| Total                   |                         |                              |   |

iii. **Invalid votes:**

| Type of voting  | Number of members voted | Number of votes cast by them | % of total number of shares |
|-----------------|-------------------------|------------------------------|-----------------------------|
| Remote E-voting | 1                       | 62000                        | 0.94                        |

|                         |   |       |      |
|-------------------------|---|-------|------|
| Venue Voting (e-voting) |   |       |      |
| Total                   | 1 | 62000 | 0.94 |

f) **Resolution: Special Resolution to approve the payment of remuneration to Mr. Devarshi R. Swadia (DIN: 00356752), Whole time Director of the Company w.e.f. 01 October, 2020 for the remaining period of his present tenure.**

i. Voted **in favour** of the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | 14                      | 3382820                      | 51.26   |
| Venue Voting (e-voting) | 1                       | 335960                       | 5.09  |
| Total                   | 15                      | 3718780                      | 56.35   |

ii. Voted **against** the resolution:

| Type of voting          | Number of members voted | Number of votes cast by them | % of valid votes cast from total number of shares |
|-------------------------|-------------------------|------------------------------|---|
| Remote E-voting         | <b>NIL</b>              |                              |   |
| Venue Voting (e-voting) |                         |                              |   |
| Total                   |                         |                              |   |

iii. **Invalid votes:**

| Type of voting          | Number of members voted | Number of votes cast by them | % of total number of shares |
|-------------------------|-------------------------|------------------------------|-----------------------------|
| Remote E-voting         | <b>NIL</b>              |                              |                             |
| Venue Voting (e-voting) |                         |                              |                             |

(Signature)



11. Since the total votes polled in favour is 100% (Approximately) of the total votes polled, you may declare resolution no. 1 to 4 passed as an Ordinary Resolution and Resolution No.5 and 6 passed as Special Resolution.

Yours faithfully,  
For Riddhi Khaneja & Associates

*Riddhi*

Riddhi Pamnani

Proprietor

M. No: F10221

CP No: 17397



Date: 26<sup>th</sup> September, 2020

Place: Ahmedabad

In presence of:  
Ms. Trusha Shah:

*Trusha*

Mr. Mukesh Pamnani:

*M. Pamnani*