

WORTH INVESTMENT AND TRADING COMPANY LIMITED

CIN: L671 20W81 980PLC 032932

NPS Business Centre, 7A, Kiran Shankar Roy Road, Kolkata – 700001

Tel:-03322101541 Email:worthinvestmenttrading@gmail.com Site: www.worthinv.com

Date: 01.10.2019

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Scrutinizer's Report for 39th AGM held on Monday, 30th September, 2019

Ref: Scrip Code: 538451

Dear Sir/Madam,

With regards to the captioned subject please find enclosed herewith the Scrutinizer's Report for the 39th AGM held on Monday, 30th September, 2019

This is for your information and records.

Thanking you,

Yours faithfully,

For Worth Investment & Trading Co. Ltd.


Mihir Ghatalia
Director



Encl.: As above

CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson
Worth Investment & Trading Co. Ltd
NPS Business Centre
7A, Kiran Shankar Roy Road
Kolkata-700001

Dear Sir,

1. I, Praveen Sharma, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of the Worth Investment & Trading Company Limited ("the Company") for the purpose of:

- A. Scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
- B. Poll through ballot paper under the provisions of Section 109 of the Act read with Rules 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on 30th September, 2019 at the Registered Office of the Company at NPS Business Centre, 7A, Kiran Shankar Roy Road, Kolkata - 700001

2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and rules relating to the voting through remote e-voting and Ballot Form and for the equity shareholders of the Company. My responsibility as a scrutinizer for the process of voting through remote e-voting and ballot form at the venue of the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a scrutinizer's report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the 39th Annual General Meeting, based on the report generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 39th Annual General Meeting of the shareholders of the Company.

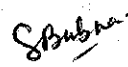
3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from Friday, 27nd September, 2019 at 9:00 A.M to Sunday, 29th September, 2019 at 5:00 P.M and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.

4. The Members of the Company as on "Cut-off date (record date) i.e. 23rd September, 2019 were entitled to vote on the resolutions.

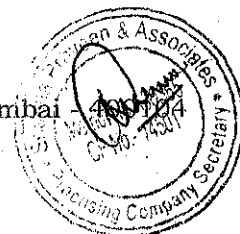
5. At the end of the voting period on Sunday, 29th September, 2019 at 5:00 P.M. IST, the voting portal of the service provider was blocked forthwith.

6. The votes cast were unblocked on 30th September, 2019 in the presence of two witnesses, Amit Sharma and Sanjay Bubna who are not in the employment of the Company. They have signed below in Confirmation of the Votes being unblocked in their presence.


Amit Sharma


Sanjay Bubna

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400 074



CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

7. Thereafter, the details containing interalia, list of the members, who voted "for" or "against" on each of the resolution that were derived from the ballot forms as received and the report generated from the e-voting website of the CDSL, and based on such reports.

8. I have issued Separate Scrutinizer's Report dated 30th September, 2019 on the remote e-voting and on the poll conducted through ballot paper at the venue of the AGM on the resolution contained in the notice of the AGM. I submit herewith my consolidated Scrutinizer's report on the result of voting by remote e-voting and poll conducted at the venue of the AGM as follows:

- To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2019 and the reports of the Directors' and Auditors' thereon.

Resolution: Ordinary Resolution

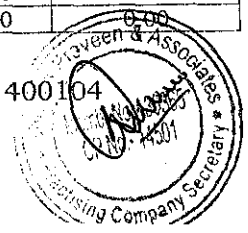
Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,70,096	-	100.00	0.00
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		8,02,935	40.19	8,02,935	N.A	100.00	0.00
Total		32,80,000	18,50,370	56.41	18,50,370	-	100.00	0.00

- To ratify the appoint M/s DMKH & Co., (FRN: 116886W) Chartered Accountants, Mumbai, as Statutory Auditors.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,70,096	-	100.00	0.00
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		8,02,935	40.19	8,02,935	N.A	100.00	0.00
Total		32,80,000	18,50,370	56.41	18,50,370	-	100.00	0.00

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400104



CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block – B, 3rd Floor, Room No. 3102
Kolkata – 700001

Email:psassco@gmail.com

Tel: 033 – 4008 9235

3. To appoint Mr. Mihir Rajesh Ghatalia (DIN NO.00581005) as a Executive Director of the Company.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in agenda/resolution						Yes		
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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,69,570	526	99.89	0.11
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	19,98,000	8,02,935	40.19	8,02,409	526	99.93	0.07
Total		32,80,000	18,50,370	56.41	18,49,844	526	99.97	0.03

4. To appoint Mr. Nimit Rajesh Ghatalia (DIN NO.07069841) as a Executive Director of the Company.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in agenda/resolution						Yes		
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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,69,570	526	99.89	0.11
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	19,98,000	8,02,935	40.19	8,02,409	526	99.93	0.07
Total		32,80,000	18,50,370	56.41	18,49,844	526	99.97	0.03



Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400104

CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

5. To appoint Mrs. Damayantiben Pranlal Ghatalia (DIN NO.05288741) as a Executive Director of the Company.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						Yes		
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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,70,096	-	100.00	0.00
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	19,98,000	8,02,935	40.19	8,02,935	N.A	100.00	0.00
Total		32,80,000	18,50,370	56.41	18,50,370	-	100.00	0.00

6. To appoint Mr. Chetan Kiritbhai Mehta (DIN NO.01639366) as a Non-Executive Independent Director of the Company.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in 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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,70,096	-	100.00	0.00
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	19,98,000	8,02,935	40.19	8,02,935	N.A	100.00	0.00
Total		32,80,000	18,50,370	56.41	18,50,370	-	100.00	0.00



Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400104

CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

7. To appoint Mr. Lalit Radha Krishna Tulsiani (DIN NO.01652630) as a Non-Executive Independent Director of the Company.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,69,570	526	99.89	0.11
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		8,02,935	40.19	8,02,409	526	99.93	0.07
Total		32,80,000	18,50,370	56.41	18,49,844	526	99.97	0.03

8. To appoint Mr. Anil Mandal (DIN NO.08291619) as a Non-Executive Independent Director of the Company.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	19,98,000	4,70,096	23.53	4,70,096	-	100.00	0.00
	Poll		3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		8,02,935	40.19	8,02,935	N.A	100.00	0.00
Total		32,80,000	18,50,370	56.41	18,50,370	-	100.00	0.00



CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

9. To shift the registered office of the company from the State of West Bengal to the State of Maharashtra.

Resolution: **Special Resolution**

Whether Promoter/Promoter group interested in 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		-	-	-	-	-	-
	Poll	12,82,000	10,47,435	81.70	10,47,435	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	12,82,000	10,47,435	81.70	10,47,435	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting		-	-	-	-	-	-
	Poll	19,98,000	3,32,839	16.66	3,32,839	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	19,98,000	3,32,839	16.66	3,32,839	N.A	100.00	0.00
Total		32,80,000	13,80,274	42.08	13,80,274	-	100.00	0.00

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

9. The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

Praveen Sharma



PRAVEEN SHARMA

Practising Company Secretary

C.P.No. 14501

Mem. No. A30365

Place: Kolkata

Date: 30th September, 2019