

**Pankaj Trivedi**

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Practicing Company Secretaries

D/203, Crystal Plaza, New Link Road,

Opp. Infiniti Mall Andheri (West),

Mumbai- 400053

**Dated: 29<sup>th</sup> September, 2020****To,****The Chairman****Mayur Floorings Limited**

4 &amp; 5, Munama Compound,

Near Advani Oeirlicon,

L B S Marg, Bhandup (W),

Mumbai - 400078.

**SCRUTINIZER'S REPORT****[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Mayur Floorings Limited ("the Company") in their Board meeting held on 2<sup>nd</sup> September, 2020 for the remote e-voting as well as the e-voting by Members during the 28<sup>th</sup> Annual General Meeting ("AGM") scheduled on Monday, 28<sup>th</sup> September, 2020 at 10:30 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), where following items were transacted:

<b>Resolution No.</b>	<b>Type of Resolution</b>	<b>Particulars</b>
1	Ordinary Resolution	To receive, consider and adopt the Balance Sheet as at 31 <sup>st</sup> March, 2020 and the Profit & Loss Account together with financial statements for the year ended on that date and the reports of the Directors & Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mr. Mayur Sundrawat who retires by rotation and being eligible, offers himself for re-appointment.
3	Special Resolution	Shifting of Registered Office from the State of Maharashtra to the State of Rajasthan.

I submit report as under:

1. The Company held the 28<sup>th</sup> AGM on September 28<sup>th</sup>, 2020 through video conferencing at 10.30 a.m. IST in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular numbers 20/2020, 14/2020, 17/2020 dated May 5, 2020, April 13, 2020 and April 8, 2020 respectively issued by the Ministry of Corporate Affairs.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management.

My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and submit Scrutinizer's Report to the Chairman on the above mentioned resolutions in connection with total votes cast in favour or against if any, based on the reports generated from the electronic voting system.

3. The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of AGM and Annual Report on Saturday, 5<sup>th</sup> September, 2020 by E-mail (who had registered their email ids). This is in compliance with the MCA Circular number 20/ 2020 dated May 5, 2020 read with Circular 14/2020 dated April 8, 2020 and Circular number 17/ 2020 dated April 13, 2020 & SEBI Circular No. SEBI/ HO/ CFD/ CMD 1/ CIR/ Pf 2020/ 79 dated May 12, 2020.
4. The Company had published on 4<sup>th</sup> September, 2020 in The Free Press Journal (English Daily) and Navshakti (Marathi Regional Daily), an advertisement pertaining calendar of events instead mentioning of fact regarding to completion of dispatch of Notice.
5. Voting rights were reckoned as on Monday, 21<sup>st</sup> September, 2020 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.
6. The voting facility for both for e-voting prior to AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by Central Depository Limited (CDSL) and Purva Sharegistry Private Limited.
7. Remote e-voting platform was open from 9.00 a.m. on Friday, September 25, 2020 till 5.00 p.m. on Sunday, September 27, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by Central Depository Services (India) Limited.
8. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-voting.
9. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>)
10. I observed from the report downloaded from Central Depository Services (India) Limited portal that total 48 numbers had cast their votes through remote e-voting and 1 members had cast their votes at the AGM.\
11. It was observed that the Notice of conveying 28<sup>th</sup> AGM had only 3 agendas for members approval, as tabled on 1<sup>st</sup> page of this report and as per reports generated / downloaded from Central Depository Services (India) Limited (<https://www.evotingindia.com/>) for Remote E-voting and Venue (AGM) E-voting were showing voting by members on 5 Agendas, then it was clarified by the Company and M/s. Purva Sharegistry Private Limited (RTA of the Company) that it was duplication of Agenda items 1 and 2 again at 3 and 4 and they requested to consider voting done for original Agendas only.
12. Consolidated Result with respect to the items on the agenda as set out in the Notice of the AGM is as under

## **THE CONSOLIDATED RESULT FOR VOTES CAST:**

Resolution No.1: To receive, consider and adopt the Balance Sheet as at 31st March, 2020 and the Profit & Loss Account together with financial statements for the year ended on that date and the reports of the Directors & Auditors thereon. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	48	22,12,534	22,12,519	100%	15	0.00%	0	0.00%
Voting at AGM	1	5	5	100%	-	0.00%	-	0.00%
<b>Total</b>		<b>22,12,539</b>	<b>22,12,524</b>	<b>100%</b>	<b>15</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>

Resolution No.2: To appoint a Director in place of Mr. Mayur Sundrawat who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
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Voting at AGM	1	5	5	100%	-	0.00%	-	0.00%
<b>Total</b>		<b>22,12,539</b>	<b>22,12,524</b>	<b>100%</b>	<b>15</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>

**Resolution No.3: Shifting of Registered Office from the State of Maharashtra to the State of Rajasthan. (Special Resolution)**

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	48	22,12,534	22,12,519	100%	15	0.00%	0	0.00%
Voting at AGM	1	5	5	100%	-	0.00%	-	0.00%
<b>Total</b>		<b>22,12,539</b>	<b>22,12,524</b>	<b>100%</b>	<b>15</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>

Based on the aforesaid result, we report that the Item No.1 to 4 of Notice of the AGM has been passed with requisite majority

Thanking You,  
**For Pankaj Trivedi & Co.,**  
**UDIN: A030512B000802602**  
**PANKAJ**  
**NATVARLA**  
**L TRIVEDI**  
**Pankaj Trivedi**  
**(Proprietor)**  
**CP No. 15301 | Mem No. 30512**  
**Place: Mumbai**  
**Date: 29/09/2020**