

Ref: INP/21-22/EGM/UPLOAD/SCRUTINISER'S REPORT

Dated: 5<sup>th</sup> February, 2022

To  
Dty Manager  
BSE Limited,  
Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001

Re: BSE Code 501298

Sub: Intimation of the voting result and Scrutiniser's report on the EGM dated 04.02.2022

Dear Madam,

In accordance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the circular CIR/CFD/CMD/8/2015 dated 4<sup>th</sup> November, 2015, we furnish the outcome of voting results of the EGM held on 4<sup>th</sup> February, 2022. The following business was transacted in accordance with the Notice of EGM:

**Special Business:**

**Appointment of M/s S Jaykishan as Statutory Auditor to fill casual vacancy caused due to resignation of M/s. Lodha & Co.**

Summary of the results and scrutiniser's report are enclosed.

The resolution was passed with requisite majority.

This is for your information and necessary dissemination.

Thank you,

Yours faithfully,

**For Industrial & Prudential Investment Co. Ltd**

*Ayan Datta .*

**Company Secretary**

Encl: as above

**Regd. Office: Paharpur House, 8/1/B Diamond Harbour Road, Kolkata 700 027, West Bengal.**

**Telephone No. 033-40133000 Email: [contact@industrialprudential.com](mailto:contact@industrialprudential.com)**

# MAYUR MEHTA

B.Com. (Hons.), A.C.S., A.C.A., M.A. (Hist.)  
PRACTISING COMPANY SECRETARY

## SCRUTINIZER'S REPORT

To

The Chairman  
Industrial and Prudential Investment Company Limited  
Paharpur House  
8/1/B Diamond Harbour Road  
Kolkata 700027

**Sub: Report on e-voting of Extra Ordinary General Meeting held on  
Friday, 4<sup>th</sup> February, 2022**

Date 5<sup>th</sup> February, 2022

Dear Sir,

### 1. Appointment

I, Mayur Mehta PCS, have been appointed by the Board of Directors of Industrial And Prudential Investment Company Limited (hereinafter referred to as "the Company") as Scrutinizer in accordance with the Rule 20 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the "the Rules") for conduct of voting process through remote e-voting process and e-voting during video conference of the Extra Ordinary General Meeting as per notice dated 11<sup>th</sup> December, 2021 (hereinafter referred to as the "Voting Process"), in a fair and transparent manner.

### 2. Scope of Work

Compliance with the provisions of the Companies Act, 2013, Rules made, Circulars, Notifications and Orders issued thereunder (hereinafter collective referred to as "the Act") relating to the voting process is the responsibility of the

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Office and Res.: 401, 90, Parijat, Dr. M. B. Raut Road (South), Shivaji Park, Mumbai 400015

Tel. 24454177 Cell: 9821735704 .

Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: [mayur2753@gmail.com](mailto:mayur2753@gmail.com)

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management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner

### 3. Manner of Conducting the Extra Ordinary General Meeting (EGM)

In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, in continuation of Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021- dated 13th January 2021, Circular No. 10/2021 dated 23rd June, 2021 and General Circular No.20/2021 dated 8<sup>th</sup> December 2021 (hereinafter collectively referred to as "MCA Circulars") permitted the conduct of EGMs through electronic mode. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the EGM of the Company was held on Friday, 4<sup>th</sup> February, 2022 through electronic mode, (VC or OAVM) without the physical presence of Members at a common venue. The detailed procedure for participation in the meeting through electronic mode (VC/OAVM) was enumerated in the Notice dated 11<sup>th</sup> December, 2021 and was made available at the Company's website [www.industrialprudential.com](http://www.industrialprudential.com)

The facility of VC/OAVM was provided by InstaMeet of Link Intime (India) Private Limited, the Registrar and Transfer Agent (RTA).

In line with the MCA Circulars, the Notice calling the EGM was sent through electronic mode to those Members whose email addresses have been registered with the Company/ RTA/ Depositories. The same was uploaded on the website of the Company, BSE limited and also available on the website of InstaVote, the agency providing the Remote e-Voting facility, an arm of RTA.

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Office and Res.: 401, 90, Parijat, Dr. M. B. Raut Road (South), Shivaji Park, Mumbai 400015

Tel. 24454177 Cell: 9821735704 .

Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: [mayur2753@gmail.com](mailto:mayur2753@gmail.com)

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Deemed venue of the EGM is Paharpur House, 8/1/B Diamond Harbour Road, Kolkata 700027.

I attended the EGM via video conference to supervise the voting process.

#### 4. Resolutions as per Extra Ordinary General Meeting

Appointment of Statutory Auditors to fill casual vacancy caused due to resignation of M/s. Lodha & Co., Chartered Accountants.

**“RESOLVED THAT** pursuant to

- i. the provisions of section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made and Circulars, Notifications and Orders issued thereunder (hereinafter collectively referred to as “the Act”)
- ii. Circular no. RBI/2021-22/25Ref.No.DoS.CO.ARG/SEC.01/ 08.91.001/ 2021-22 dated April 27, 2021 issued by the Reserve Bank of India read with clarification provided in this respect (“RBI Guidelines”)
- iii. the recommendation made by the Audit Committee to the Board of Directors of the Company,

M/s S Jaykishan, Chartered Accountants (FRN: 309005E) be and is hereby appointed as Statutory Auditor of the Company having its office at 6, Little Russel Street, Kankaria Estates, 4th Floor, Kolkata - 700071, to fill up the casual vacancy caused due to resignation of the existing Auditors M/s Lodha & Co., Chartered Accountants (FRN: 301051E)

**“RESOLVED FURTHER THAT** M/s S Jaykishan, Chartered Accountants (FRN: 309005E) shall hold the office as Statutory Auditor of the Company for a

Page 3

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Office and Res.: 401, 90, Parijat, Dr. M. B. Raut Road (South), Shivaji Park, Mumbai 400015

Tel. 24454177 Cell: 9821735704 .

Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: [mayur2753@gmail.com](mailto:mayur2753@gmail.com)

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B.Com. (Hons.), A.C.S., A.C.A., M.A. (Hist.)

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period up to the conclusion of ensuing Annual General Meeting (106<sup>th</sup> AGM) of the Company (to be held any time but not later than 30.09.2022) and they shall conduct the Statutory Audit for the financial year ending on 31st March, 2022 at such remuneration as may be fixed by the Board of Directors, on the recommendation of the Audit Committee in consultation with the Auditors.

**“RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company, be and are hereby severally empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with Registrar of Companies.”

## I. Voting process

Sr no	Particulars	Details
1	Date of EGM	4 <sup>th</sup> February, 2022
2	Cutoff date for voting	28 <sup>th</sup> January, 2022
3	Registrar and Transfer Agent	Link Intime (India) Private Limited (RTA)
4	VC/OAVM provided by	InstaMeet of RTA
5	E –voting System provided by	InstaVote of RTA
6	Event No	220001
7	Voting start date	1 <sup>st</sup> February, 2022
8	Voting end date	3 <sup>rd</sup> February, 2022
9	No of members on 28 <sup>th</sup> January, 2022	Demat 1814 Physical 330 Total 2144
10	Voting Rights (No of shares equalling to vote)	1 (One)
11	Number of Shares	16,75,840 Demat 15,88,810 Physical 87,030 Total 16,75,840

Office and Res.: 401, 90, Parijat, Dr. M. B. Raut Road (South), Shivaji Park, Mumbai 400015

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Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: [mayur2753@gmail.com](mailto:mayur2753@gmail.com)

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Sr no	Particulars	Details
12	Unclaimed shares on which 25,989 voting rights remain frozen in accordance with Regulation 39 read with Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [LODR]	25,989
13	Shares under IEPF 4 on which voting rights remain frozen in accordance with Regulation 39 read with Schedule VI of LODR.	3,140
14	Downloading of data from InstaVote RTA	Unblocked at 3.40 p.m. after conclusion of the EGM
15	Voting at deemed venue	This was provided by the Company and the same has been treated as Poll
16	Scrutiny Process	Digital Data of remote e-voting and voting at deemed venue scrutinized diligently.
17	Validity of votes in case of double voting	The system of eliminating double voting was in place.
18	Members Voting	16 Members were present at the deemed venue. 4 Members voted at the deemed venue. Members present at the deemed venue having already voted by remote e-voting did not vote at the deemed venue.
18	Continue	8 Members voted by remote e-voting.

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Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: [mayur2753@gmail.com](mailto:mayur2753@gmail.com)

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# MAYUR MEHTA

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## 5. Result of e-voting process

Item 1 of the Notice- Ordinary Resolution Appointment of Statutory Auditors to fill casual vacancy caused due to resignation of M/s. Lodha & Co., Chartered Accountants			
Total Number of Shareholders		2,144	
Total Number of Shares		16,75,840	
Unclaimed Securities Suspense Account on which voting rights is frozen		25,989	
Shares under IEPF 4 on which voting rights remain frozen		3,140	
Total votes cast		Remote e voting	10,98,512
		At deemed venue	43,362
<b>Total</b>			<b>11,41,874</b>
Invalid votes		Remote e voting	0
		At deemed venue	0
Valid votes		Remote e voting	10,98,512
		At deemed venue	43,362
<b>Total</b>			<b>11,41,874</b>
<b>A. Votes cast in favour of the resolution</b>			
Particulars of Voting	Number of Members voted	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	8	10,98,512	96.20
At deemed venue	4	43,362	3.80
<b>Total</b>		<b>11,41,874</b>	<b>100.00</b>
<b>B. Votes cast against the resolution</b>			
Particulars of Voting	Number of Members voted	<b>Number of votes cast by them</b>	<b>% of total number of valid votes case</b>
Remote e-voting	0	0	0
At deemed venue	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Invalid votes</b>			
Particulars of Voting	Number of Members voted	<b>Number of votes cast by them</b>	<b>% of total number of valid votes case</b>
Remote e-voting	0	0	0
At deemed venue	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>The resolution has been passed with a requisite majority</b>			

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400015

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Email: [mayur.cs@mtnl.net.in](mailto:mayur.cs@mtnl.net.in) Alternative Email: mayur2753@gmail.com

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## 6. Records

The relevant records relating to voting process shall remain in my custody till the Chairman or Director authorised in this behalf or the Company Secretary considers, approves and signs the minutes in the digital format.

Once it is approved by the official of the Company the relevant records will be handed over to the concerned person in digital format.

The Company in compliance with the Act and LODR is requested to declare the result at the registered office, upload the same on the website of BSE, Company and RTA and advertise in the newspaper.

Note: Voting Result under regulation Voting Result under Regulation 44 of LODR attached.

Thank you,

Yours faithfully

**Mayur  
Amritlal  
Mehta**

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Practising Company Secretary  
Membership No A 3132  
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UDIN A003132C002422087

Enclosure: Report under Regulation 44 of LODR prepared by InstaVote/RTA

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## Industrial And Prudential Investment Company Limited

Resolution Required : (Ordinary)		1 - Appointment of M/s S Jaykishan as Statutory Auditors to fill casual vacancy caused due to resignation of M/s. Lodha & Co.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	1142346	1093251	95.7023	1093251	0	100.0000	0.0000
	Poll		43362	3.7959	43362	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1136613</b>	<b>99.4982</b>	<b>1136613</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1368	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	532126	5261	0.9887	5261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5261</b>	<b>0.9887</b>	<b>5261</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>1675840</b>	<b>1141874</b>	<b>68.1374</b>	<b>1141874</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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