

Mukand Ltd.

Regd. Office : Bajaj Bhawan, 3rd Floor
Jamnalal Bajaj Marg
226 Nariman Point, Mumbai, India 400 021
Tel : 91 22 6121 6666 Fax : 91 22 2202 1174
www.mukand.com

Kalwe Works : Thane-Belapur Road
Post office Kalwe, Thane, Maharashtra
India 400 605
Tel : 91 22 2172 7500 / 7700 Fax : 91 22 2534 8179
CIN : L99999MH1937PLC002726

Date: 29th November, 2019

1. Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 ISIN CODE : INE304A01026 INE304A04012 BSE Scrip Code: 500460	2. Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Plot no. C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 ISIN CODE : INE304A01026 INE304A04012 NSE Scrip Name: MUKAND LTD.
---	--

Dear Sir,

Sub.:- Voting Results of the Tribunal Convened Meetings held on 28th November 2019, under Regulation 30 of SEBI (LODR) Regulations, 2015

Further to our communication dated 28th November, 2019 regarding convening of the NCLT (National Company Law Tribunal) convened meeting (“TCM”) *inter alia*, of the preference shareholders, equity shareholders and unsecured creditors (including fixed deposit holders) of Mukand Limited (“Company”) on 28th November, 2019 for approving the scheme, we wish to inform you that based on the consolidated report dated 29th November, 2019 submitted by the Scrutinizer, Mr. Anant Khamankar of M/s Anant B. Khamankar & Co, Practising Company Secretary, the Chairperson of TCM has declared that the resolution proposed in the notices dated 19th October, 2019 of the meetings of the equity shareholders, preference shareholders and unsecured creditors (including fixed deposit holders) respectively has been approved by the shareholders and creditors with requisite majority.

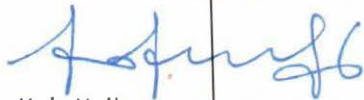
A copy of the consolidated report issued by the Scrutinizer along with the requisite particulars of the voting results as per regulation 44(3) of the Listing Regulations is enclosed for information and record.

Please note that the Scheme shall now be subject to further approval of the regulatory authorities including approval of the NCLT.

Thanking you,

Yours faithfully,

For Mukand Limited,



K.J. Mallya

Company Secretary



Mukand Limited - Voting Results for Equity Shares

The information required under Regulation 44 of SEBI (LODR) Regulation, 2015 is as under:

Date of NCLT convened meeting	Thursday, 28 th November, 2019
Record (Cut-off) Date	18 th October, 2019
Total no of Equity Shareholders as on record date i.e. 18 th October, 2019 (i.e. cut off date for E-voting)	36,735
No of Equity Shareholders present in the meeting either in person or by proxy or by authorised representative:	282
Promoters and Promoter Group	27
Public	255
No of Equity Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	NIL
Public	NIL
Details of the Agenda, Type of Resolutions required and Mode of Voting	As per <u>Annexure C</u>



MUKAND LIMITED

Voting Results of Equity Shareholders-NCLT Convened Meeting-28th November, 2019

Resolution No. 1 : Resolution approving Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Pvt Ltd, Mukand Global Finance Ltd, Mukand Engineers Ltd and Mukand Ltd and their respective shareholders and creditors.								
Resolution Required : (Ordinary/ Special)			Special: As per the requisite majority under Section 230(6) of Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	10,51,32,368	10,49,34,829	99.8121	10,49,34,829	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		10,49,34,829	99.8121	10,49,34,829	0	100.00	0
Public-Institutions	E-Voting	53,54,985	53,45,785	99.8282	53,45,785	0	100.00	0
	Poll		0	0	0	0	0.00	
	Postal Ballot (if applicable)		0	0	0	0	0.00	
	Total		53,45,785	99.8282	53,45,785	0	100.00	0.0000
Public-Non Institutions	E-Voting	309,18,508	44,08,630	14.2589	44,08,178	452	99.9897	0.0103
	Poll		2,21,406	0.7161	2,21,406	0	100.00	0.0000
	Postal Ballot (if applicable)		53,642	0.1735	53,642	0	100.00	0.0000
	Total		4683678	15.1485	4683226	452	99.9903	0.0097
Total		141405861	114964292	81.3009	114963840	452	99.9996	0.0004



Mukand Limited - Voting Results for 0.01% Cumulative Redeemable Preference Shares (0.01% CRPS)

The information required under Regulation 44 of SEBI (LODR) Regulation, 2015 is as under:

Date of NCLT convened meeting	Thursday, 28 th November, 2019
Record (Cut-off) Date	18 th October, 2019
Total no. of 0.01% CRPS as on record date i.e. 18 th October, 2019 (i.e. cut off date for E-voting)	39710
No of 0.01% CRPS present in the meeting either in person or by proxy or by authorised representative:	56
Promoters and Promoter Group	17
Public	39
No of 0.01% CRPS attended the meeting through Video Conferencing:	
Promoters and Promoter Group	NIL
Public	NIL
Details of the Agenda, Type of Resolutions required and Mode of Voting	As per <u>Annexure A</u>



MUKAND LIMITED

Voting Results for 0.01% Cumulative Redeemable Preference Shares (0.01% CRPS)-NCLT Convened Meeting-28th November, 2019

Resolution No. 1 : Resolution approving Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Pvt Ltd, Mukand Global Finance Ltd, Mukand Engineers Ltd and Mukand Ltd and their respective shareholders and creditors.								
Resolution Required: : (Ordinary/ Special)			Special: As per the requisite majority under Section 230(6) of Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14,27,568	14,14,825	99.1074	14,14,825	0	100.00	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		14,14,825	99.1074	14,14,825	0	100.00	0
Public-Institutions	E-Voting	10,00,806	595545	59.5065	5,95,545	0	100.00	0.0000
	Poll		-	-	-	0	-	-
	Postal Ballot (if applicable)		-	-	-	0	-	-
	Total		595545	59.5065	595545	0	100.00	0.0000
Public-Non Institutions	E-Voting	31,97,946	10,80,804	33.7968	10,80,800	4	99.9996	0.0004
	Poll		701	0.0219	701	0	100.00	0.0000
	Postal Ballot (if applicable)		73,468	2.2973	73,468	0	100.00	0.0000
	Total		1154973	36.1161	1154969	4	99.9997	0.0003
Total		5626320	3165343	56.2596	3165339	4	99.9999	0.0001



Mukand Limited - Voting Results for Unsecured Creditors (including Fixed Deposit Holders)

Date of NCLT convened meeting	Thursday, 28 th November, 2019
Record Date (Cut-off)	30 th September, 2019
Total no of Unsecured Creditors as on 30 th September, 2019 (i.e. cut off date for voting)	3,703
No of Unsecured Creditors present in the meeting either in person or through proxy or by authorised representative	448
No of Unsecured Creditors attended the meeting through Video Conferencing	NIL
Details of the Agenda, Type of Resolutions required and Mode of Voting	As per <u>Annexure D</u>



MUKAND LIMITED

Voting Results of Unsecured Creditors (Including Fixed Deposit Holders)- NCLT Convened Meeting- 28th November, 2019

Resolution No. 1 : Resolution approving Scheme of Amalgamation by Absorption, pursuant to Section 230 to 232 and Section 52 of the Companies Act, 2013 and other applicable provisions, amongst Adore Traders and Realtors Pvt Ltd, Mukand Global Finance Ltd, Mukand Engineers Ltd and Mukand Ltd and their respective shareholders and creditors.								
Resolution Required : (Ordinary/ Special)			Special – As per the requisite majority under Section 230(6) of Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Mode of Voting (1)	Total Votes Polled		Votes in Favour		Votes against		% of value of votes polled in favour (8)=[(5)/(3)]*100	% of value of votes polled against (9)=[(7)/(3)]*100
	No. (2)	Principal Amount due thereon on 30.09.2019 (3)	No. (4)	Principal Amount due thereon on 30.09.2019 (5)	No. (6)	Principal Amount due thereon on 30.09.2019 (7)		
Poll	448	17659670330	448	17659670330	0	0	100.00	0
Total	448	17659670330	448	17659670330	0	0	100.00	0



B-510, Neelkanth Business Park, Nathani Road,
Vidyavihar (West), Mumbai - 400 086.

☎ +91-22-2510 4666, 2510 4777, 2510 0888

☎ +91-98200 44752

✉ anant@cskhamankar.com / khamankar@gmail.com

website : www.cskhamankar.com

Equity

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time and as per the directions issued by the Mumbai Bench of National Company Law Tribunal ("NCLT" or "Tribunal") vide order dated 27th September, 2019 in the Company Scheme Application No. 402 of 2019]

To

Mr. Niraj Bajaj

The Chairman of Tribunal convened meeting of Equity shareholders ("Chairman"),

Mukand Limited

CIN: L99999MH1937PLC002726

3rd Floor, Bajaj Bhavan, Jamnalal Bajaj Marg,

226 Nariman Point, Mumbai- 400 021

Maharashtra

Dear Sir,

Consolidated report of the Scrutinizer on the results of Voting by way of remote E-voting/ Postal Ballot/ Poll at the venue of the Tribunal convened meeting of Equity Shareholders ("Tribunal convened Meeting" or "Meeting") of Mukand Limited ("the Company"), in connection with the resolution detailed in the Notice dated 19th October, 2019 ("Notice") convening meeting of the Company on Thursday, 28th November, 2019 at 11.30 A.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai-400020 in pursuance of Directions issued by Mumbai Bench of Hon'ble NCLT vide order dated 27th September, 2019 in the Company Scheme Application No. 402 of 2019.

1. We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of Scrutinizing the remote e-voting, postal ballot process along with the Ballot Forms for Poll at the venue of the Tribunal convened meeting, and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 and Section 110 of the



Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies(Management and Administration) Rules, 2014 as amended from time to time, on the Resolution contained in the Notice convening (hereinafter referred to as "the Resolution") the Tribunal convened Meeting of the Equity Shareholders of the Company (hereinafter referred to as "Tribunal Convened Meeting" or "Meeting"), held on Thursday the 28th day of November, 2019 at 11.30 A.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai – 400020.

2. The Notice dated 19th October, 2019 convening the Tribunal convened Meeting of the Equity Shareholders of the Company along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the Resolution to be passed at the said meeting of the Company.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means, postal ballot and Ballot Forms on the Resolution contained in the Notice convening Tribunal convened Meeting of the Equity Shareholders. Our responsibility as the Scrutinizers for the postal ballot process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolution and "invalid" and "abstained" ballots and votes, based on the reports generated from the remote e-voting process system provided by Karvy Fintech Private Limited (Karvy), the authorized agency engaged by the Company to provide postal ballot facilities.
4. Further to the above, We submit our report as under:-
 - i. The remote e-voting and postal ballot period remained open from Tuesday, 29th October, 2019 at 9.00 a.m. (IST) and ended on Wednesday, 27th November, 2019 at 5.00 p.m. (IST).
 - ii. The members who were on record of the Company as on the "cut-off" date i.e. Friday, 18th October, 2019 were entitled to vote on the Resolution as set out in the Notice of the Tribunal Convened Meeting of Equity Shareholders.
 - iii. The ballot voting facility was provided at the meeting to those members who attended the meeting but not voted through remote e-voting facility/postal ballot.



- iv. After the conclusion of counting of the voting cast at the Meeting, the votes cast through remote e-voting and postal ballot were unblocked in the presence of two witnesses, viz. Ms. Gauri Mali and Mr. Surender Singh Chauhan, who are not in the employment of the Company.
- v. Thereafter considering remote e-voting, postal ballot and ballot voting at the Tribunal Convened Meeting of the Equity Shareholders, the result of the voting by equity shareholders is annexed as **Annexure I**. The details containing inter alia, list of Equity Share Holders, who voted "for" or "against", on each of the Resolution that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. evoting.karvy.com and is based on such reports generated.
- vi. **Based on the aforesaid results, I report that the Resolution approving Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme") has been passed with requisite majority.**

Thanking You.

Yours truly,
For Anant B. Khamankar & Co.



Anant B. Khamankar



FCS: 3198
CP No: 1860

Place: Mumbai,
Date: 29th November, 2019

Based on the foregoing, the resolution has been passed with requisite majority.

For Mukand Limited

Niraj Bajaj
Chairperson appointed for the Meeting of Shareholders
(DIN: 00028261)



Annexure I																	
MUKAND LIMITED																	
Ballot Control Report (e-voting & Physical ballot) for the Tribunal Convened Meeting of the Equity Shareholders of Company held on 28.11.2019.																	
Resolution No.	Resolution Description	Voting	Total Votes received		Invalid Votes		Abstain Votes		Less Voted	Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares		Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%		
1	Resolution approving Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme").	Remote e-voting	127	114742886	0	0	0	0	0	127	114742886	119	114742434	99.99961	8	452	0.00039
		Poll at the Venue	226	221406	0	0	0	0	0	226	221406	226	221406	100	0	0	0.00000
		Ballot Form (Postal)	106	53642	0	0	0	0	0	106	53642	106	53642	100	0	0	0.00000
		TOTAL	459	115017934	0	0	0	0	0	459	115017934	451	115017482	99.99961	8	452	0.00039



SCRUTINIZER'S REPORT

Preference

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time and as per the directions issued by the Mumbai Bench of National Company Law Tribunal ("NCLT" or "Tribunal") vide order dated 27th September, 2019 In the Company Scheme Application No. 402 of 2019]

To

Mr. Niraj Bajaj

The Chairman of Tribunal convened meeting of Preference shareholders ("Chairman"),
Mukand Limited

CIN: L99999MH1937PLC002726

3rd Floor, Bajaj Bhavan, Jamnalal Bajaj Marg,

226 Nariman Point, Mumbai- 400 021

Maharashtra

Dear Sir,

Consolidated report of the Scrutinizer on the results of Voting by way of remote E-voting/ Postal Ballot/ Poll at the venue of the Tribunal convened meeting of 0.01% cumulative redeemable Preference Shareholders ("Tribunal convened Meeting" or "Meeting") of Mukand Limited ("the Company"), in connection with the resolution detailed in the Notice dated 19th October, 2019 ("Notice") convening meeting of the Company on Thursday, 28th November, 2019 at 10.30 A.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai – 400020 in pursuance of Directions issued by Mumbai Bench of Hon'ble NCLT vide order dated 27th September, 2019 in the Company Scheme Application No. 402 of 2019.

1. We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of Scrutinizing the remote e-voting, postal ballot process along with the Ballot Forms for Poll at the venue of the Tribunal convened meeting of 0.01% cumulative redeemable Preference Shareholders, and ascertaining the requisite majority on voting



carried out as per the provisions of Section 108 and Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, on the Resolution contained in the Notice convening (hereinafter referred to as "the Resolution") the Tribunal convened Meeting of the 0.01% cumulative redeemable Preference Shareholders ("CRPS") (hereinafter referred to as "Tribunal Convened Meeting" or "Meeting") of the Company, held on Thursday the 28th day of November, 2019 at 10.30 A.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai – 400020.

2. The Notice dated 19th October, 2019 convening the Tribunal convened Meeting of the 0.01% CRPS of the Company along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the Resolution to be passed at the said meeting of the Company.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means, postal ballot and Ballot Forms on the Resolution contained in the Notice convening Tribunal convened Meeting of the 0.01% CRPS. Our responsibility as the Scrutinizers for the postal ballot process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolution and "invalid" and "abstained" ballots and votes, based on the reports generated from the remote e-voting process system provided by Karvy Fintech Private Limited (Karvy), the authorized agency engaged by the Company to provide postal ballot facilities.
4. Further to the above, We submit our report as under:-
 - i. The remote e-voting and postal ballot period remained open from Tuesday, 29th October, 2019 at 9.00 a.m. (IST) and ended on Wednesday, 27th November, 2019 at 5.00 p.m. (IST).
 - ii. The members who were on record of the Company as on the "cut-off" date i.e. Friday, 18th October, 2019 were entitled to vote on the Resolution as set out in the Notice of the Tribunal Convened Meeting of 0.01% CRPS.



- iii. The ballot voting facility was provided at the meeting to those members who attended the meeting but not voted through remote e-voting facility/postal ballot.
- iv. After the conclusion of counting of the voting cast at the Meeting, the votes cast through remote e-voting and postal ballot were unblocked in the presence of two witnesses, viz. Ms. Gauri Mali and Mr. Surender Singh Chauhan, who are not in the employment of the Company.
- v. Thereafter considering remote e-voting, postal ballot and ballot voting at the Tribunal Convened Meeting of the 0.01% CRPS, the result of the voting by 0.01% CRPS is annexed as Annexure I. The details containing inter alia, list of 0.01% CRPS, who voted "for" or "against", on each of the Resolution that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. evoting.karvy.com and is based on such reports generated.
- vi. Based on the aforesaid results, I report that the Resolution approving Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme") has been passed with requisite majority.

Thanking You.

Yours truly,

For Anant B. Khamankar & Co.



Anant B. Khamankar



FCS: 3198

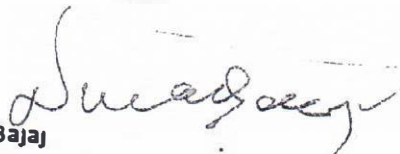
CP No: 1860

Place: Mumbai,

Date: 29th November, 2019

Based on the foregoing, the resolution has been passed with requisite majority.

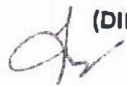
For Mukand Limited



Niraj Bajaj

Chairperson Appointed for the Meeting of Shareholders

(DIN: 00028261)



Annexure I

MUKAND LIMITED

Ballot Control Report (e-voting & Physical ballot) for the Tribunal Convened Meeting of the 0.01% cumulative redeemable preference shareholders (CRPS) of Company held on 28.11.2019.

Resolu tion No.	Resolution Description	Voting	Total Votes received		Invalid Votes		Abstain Votes		Less Voted	Valid Votes		Voted In FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares		Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Resolution approving Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective share holders and creditors ("Scheme").	Remote e-voting	80	3164642	0	0	0	0	0	80	3164642	79	3164638	99.99987	1	4	0.00013
		Poll at the Venue	25	701	0	0	0	0	0	25	701	25	701	100	0	0	0.00000
		Ballot Form (Postal)	73	73468	0	0	0	0	0	73	73468	73	73468	100	0	0	0.00000
		TOTAL	178	3238811	0	0	0	0	0	178	3238811	177	3238807	99.99988	1	4	0.00012



B-510, Neelkanth Business Park, Nathani Road,
Vidyavihar (West), Mumbai - 400 086.

☎ +91-22-2510 4666, 2510 4777, 2510 0888

☎ +91-98200 44752

✉ anant@cskhamankar.com / khamankar@gmail.com

website : www.cskhamankar.com

SCRUTINIZER'S REPORT

Creditors

[Pursuant to directions issued by the Mumbai Bench of National Company Law Tribunal ("NCLT" or "Tribunal") vide order dated 27th September, 2019 In the Company Scheme Application No. 402 of 2019]

To

Mr. Niraj Bajaj

The Chairman of Tribunal convened meeting of Unsecured Creditors ("Chairman"),

Mukand Limited

CIN: L99999MH1937PLC002726

3rd Floor, Bajaj Bhavan, Jamnalal Bajaj Marg,

226 Nariman Point, Mumbai- 400 021

Maharashtra

Dear Sir,

Report of the Scrutinizers on the result of voting by way of Poll at the venue of the Tribunal convened meeting of Unsecured Creditors ("Tribunal convened Meeting" or "Meeting") of Mukand Limited ("the Company"), in connection with the resolution detailed in the Notice dated 19th October, 2019 ("Notice") convening meeting of the Unsecured Creditors of the Company on Thursday, 28th November, 2019 at 1.30 P.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai-400020 in pursuance of Directions issued by Mumbai Bench of Hon'ble NCLT vide order dated 27th September, 2019 In the Company Scheme Application No. 402 of 2019.

1. We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of the voting taken on the resolution detailed in the Notice dated 19th October, 2019, for the Tribunal convened Meeting of the Company on Thursday, 28th November, 2019 at 1.30 P.M. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai-400020, Maharashtra, ("Venue") in pursuance of directions issued by the Mumbai Bench of Hon'ble National Company Law Tribunal



("NCLT") vide order dated 27th September, 2019 in the Company Scheme Application No. 402 of 2019.

2. The management of the Company is responsible for the compliance with the NCLT order dated 27th September, 2019, in relation to voting by way of poll at the Venue of the Tribunal convened meeting on the proposed resolution. Our responsibility as the Scrutinizers is restricted to ensure that the voting process by Poll at the Venue of Tribunal convened meeting was conducted in a fair and transparent manner and to submit a scrutinizer's report on the voting to the Chairman of this meeting on the resolution based on the physical counting of votes by way of Poll conducted at the venue of the Meeting.
3. Notices were issued to the Unsecured Creditors whose names were appearing in the list of Unsecured Creditors as on 30th September, 2019 as per directions issued by Hon'ble NCLT vide order dated 27th September, 2019 ("Cut-off Date"), for the purpose of deciding the eligibility to vote by the Unsecured Creditors.
4. Before the start of the Meeting, the Unsecured Creditors/ persons attending the Meeting on behalf of Unsecured Creditors ("Unsecured Creditors") were verified by way of their identity proofs and Board resolutions/ authority letter executed in favor of the person attending the Meeting.
5. Further to above, We submit our report as under:-
 - i. At the Tribunal convened Meeting, the Chairman after discussion on resolution mentioned in the Notice, announced that the Unsecured Creditors present at the Meeting, can exercise their voting rights by way of Poll, which was made available at the Venue.
 - ii. Thereafter, on completion of voting at the Tribunal convened Meeting, the ballot boxes were unlocked in the presence of two witnesses, viz. Ms. Gauri Mali and Mr. Surender Singh Chauhan, who are not in the employment of the Company.
 - iii. Particulars of all the poll papers received from the unsecured creditors have been entered in the register separately maintained for the purpose.
 - iv. The Poll papers received from the Unsecured Creditors were scrutinized and reconciled with the help of technical support and records maintained by the Company.



- v. The value of the debt shown in the books of the company as on 30th September, 2019 and the one mentioned by the Unsecured Creditors in the Poll papers have been verified with the records of the Company. Further, we have considered the value of outstanding debts provided by the Company in case there is a mismatch with respect to value of debt as mentioned by the Unsecured Creditors in the Poll papers and the data provided by the Company.
- vi. Voting rights of Unsecured Creditors have been reckoned in proportion to their share in the total amount of unsecured debts of the Company i.e. 30th September, 2019. Provided, in case of value of debt is in decimal, the same has been rounded-off to nearest rupee in multiple of Re. 1.
- vii. Details of Votes cast by way of Poll at the Venue of Tribunal convened Meeting with respect to resolution proposed in the Notice dated 19th October, 2019 is annexed as "Annexure".
- viii. **Based on the aforesaid results, I report that the Resolution approving Scheme of Amalgamation by Absorption amongst Adore Traders & Realtors Private Limited; Mukand Global Finance Limited; Mukand Engineers Limited and Mukand Limited and their respective shareholders and creditors ("Scheme") has been passed with requisite majority.**

Thanking You.

Yours truly,
For Anant B. Khamankar & Co.



Anant B. Khamankar



FCS: 3198
CP No: 1860

Place: Mumbai,
Date: 29th November, 2019

Based on the foregoing, the resolution has been passed with requisite majority.

For Mukand Limited



Niraj Bajaj

Chairperson Appointed for the Meeting of Shareholders

(DIN: 00028261)



1001

Annexure																	
MUKAND LIMITED																	
Ballot Control Report for the Tribunal Convened Meeting of Unsecured Creditors of Company held on 28/11/2019.																	
Resolution No.	Resolution Description	Voting	Total Votes received		Invalid Votes		Abstain Votes		Less Voted	Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares		Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%		
1	Resolution approving scheme of arrangement and amalgamation pursuant to section 230 to 232 and section 52 of companies act, 2013 and other applicable provisions, Amongst Mukand Limited, Mukand Vijayanagar Steel Limited and Mukand Alloy Steels Private Limited	Poll at the Venue	448	17659670330	0	0	0	0	0	448	17659670330	448	17659670330	100	0	0	0

