



Date: 24.12.2020


The Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street,  
Mumbai-400001.

Dear Sir,

We would like to inform you that the 43<sup>rd</sup> Annual General Meeting of the company was held on Thursday, 24th day of December, 2020 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and all the resolutions as proposed were passed with requisite majority through remote e-voting in term of the Scrutinizers' Report as attached herewith.

Thanking You,

Yours faithfully,  
**For Marsons Ltd**

  
Binay Kumar Agarwal  
Director  
(DIN: 00566931)

Encl: as above

**Marsons Limited**



**Combined Scrutinizer's Report on Remote E-Voting**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Chairman of the 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of  
M/s Marsons Limited

**Sub : Scrutinizer's Report on Remote E-voting at the 43<sup>rd</sup> Annual General Meeting of M/s Marsons Limited ("the Company") held through video conferencing / other audio visual means on Thursday, 24<sup>th</sup> December, 2020 at 11.30 a.m. at Kolkata.**

Dear Sir,

I, Arun Kumar Jaiswal (ACS: 29827, CP No.: 12281) Company Secretaries in whole-time practice was appointed by the Board of Directors of M/s Marsons Limited ("the Company"), CIN: L31102WB1976PLC030676 to act as the Scrutinizer to scrutinize the Remote E-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and also to scrutinize the e-voting done by the members of the Company at the Annual General Meeting who participated through video conferencing / other audio visual means (VC / OAVM) as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars"), I submit my report as under

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote E-Voting on the Resolution contained in the Notice and Addendum to the Notice of AGM of the Company.
2. The Company had appointed Central Depository Services Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-Voting system to the Members of the Company who participated in the AGM through VC / OAVM.
3. CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Company, which was held on Thursday, 24<sup>th</sup> December, 2020.
4. As Scrutinizer for Remote E-Voting process my responsibility is to provide the Scrutinizer's Report of the votes cast in "**FAVOUR**" of "**AGAINST**" the resolution stated in the Notice of the AGM based on the votes casted through E-Voting process and reports generated from the e-voting system provided by the Central Depository Services (India) Limited "CDSL".
5. The shareholders of the Company holding shares as on the cut-off date i.e. 17<sup>th</sup> December, 2020 were entitled to vote on the Resolution as contained in the notice of the AGM.



6. In accordance with the Notice of the Annual General Meeting sent to the shareholders and the Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the (Companies Management and Administration) Amendment Rules 2015, the remote e-voting opened at 9:00 a.m. on 21<sup>st</sup> December, 2020 and remained open up to 5:00 p.m. on 23<sup>rd</sup> December, 2020 preceding the date of the AGM.
7. As on the cut-off date i.e., December 17<sup>th</sup> 2020, there were 13241 shareholders.
8. At the end of the voting period on 23<sup>rd</sup> December, 2020 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
9. The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Mr. Kumar Rohit and Mr. Rabi Ranjan Shaw who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
10. After counting the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the Members through remote e-voting at the AGM).
11. Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-voting carried out by the Members done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:

**ORDINARY BUSINESS:**

**Item No. 1 – (Ordinary Resolution)**

**To receive and adopt the statement of Profit and Loss of the Company for the year ended 31st March, 2020 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon):**

	Remote e-voting		Voting results
	Number of Members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	33	120631261	99.86
Voted against the Resolution	8	171327	0.14
Invalid votes	0	0	0



**Item No. 2 – (Ordinary Resolution)**

**To appoint a Director in place of Mr. Subhash Kumar Agarwala (DIN: 00566977), who retires by rotation and being eligible offers himself for re-appointment:**

	Remote e-voting		Voting results
	Number of Members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	33	120631261	99.86
Voted against the Resolution	8	171327	0.14
Invalid votes	0	0	0

**SPECIAL BUSINESS:**

**Item No. 3 – (Special Resolution)**

**To appoint Ms. Sutama Chowdhury (DIN: 08566836) as an Independent Director:**

	Remote e-voting		Voting results
	Number of Members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	33	120631261	99.86
Voted against the Resolution	8	171327	0.14
Invalid votes	0	0	0



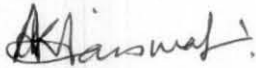
All the papers relating to voting by remote e-voting shall remain in the safe custody of the Scrutinizer until the Chairman, considers, approves and signs the Minutes of the AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company Secretary/Chairman, authorised by the Board for safe keeping.

Soft copy containing a list of equity shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared "INVALID / ABSTAINED", for resolution is being delivered to the Company Secretary/Chairman, authorised by the Board for safe keeping separately.

Resolutions mentioned hereinabove stand passed with the required majority through Remote e-voting and deemed to have been passed as on the date of the AGM, accordingly I request the Chairman of the Company to announce the result of the meeting.

Thanking you,

Yours faithfully,  
For **JAI SWAL A & CO.**  
Company Secretaries



ARUN KUMAR JAISWAL  
Proprietor  
ACS 29827, CP No.: 12281  
SCRUTINIZER



Place: Kolkata  
Date: 24<sup>th</sup> December, 2020

We the undersigned have witnessed that the votes in respect of e-voting of shareholders of M/s Marsons Limited were unblocked from CDSL's e-voting website [www. www.evotingindia.com](http://www.evotingindia.com) in our presence on 24<sup>th</sup> December, 2020.

*Kumar Rohit*

Kumar Rohit  
14/G/3, N.N. Ghosh Lane  
Kolkata- 700040  
West Bengal

*Rabi Ranjan Shaw*

Rabi Ranjan Shaw  
4, Raj Ballave Sah, 2<sup>nd</sup> Bye Lane  
Howrah- 711101  
West Bengal