

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & POLL**

To,  
The Chairman,  
28<sup>th</sup> Annual General Meeting of  
MID INDIA INDUSTRIES LIMITED,  
Registered Office: Textile Mill Area,  
Station Road, Mandsaur (M.P.)-458001

Dear Sir,

**SUB: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of 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) Rules, 2015 and Poll conducted at 28<sup>th</sup> Annual General Meeting of MID INDIA INDUSTRIES LIMITED held on Wednesday, 25<sup>th</sup> September, 2019 at 2.00 P.M.**

1. I, **L. N. Joshi, Practicing Company Secretary**, has been appointed as a Scrutinizer by-

- (i) The Board of Directors of Mid India Industries Limited in their meeting held on 12<sup>th</sup> August, 2019 for the purpose of scrutinizing the Remote E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Amendment Rules, 2015 in respect of the below mentioned resolutions transacted at the 28<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Wednesday, 25<sup>th</sup> September, 2019.
- (ii) The Chairman of the 28<sup>th</sup> Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the AGM of the members of the Company held on Wednesday, 25<sup>th</sup> September, 2019.

2. The Notice dated 12<sup>th</sup> August, 2019 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

**3. Cut-off Date**

The voting rights were reckoned on Wednesday, 18<sup>th</sup> September 2019, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

*Report of Scrutinizer on Remote E-Voting & Poll of MID INDIA INDUSTRIES LIMITED at 28<sup>th</sup> AGM*



#### **4. Remote E-Voting**

##### **4.1 Agency:**

The Company had availed the E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote E-Voting by the shareholders.

##### **4.2 Remote E-Voting:**

Remote E-Voting platform remained open from Sunday, 22<sup>nd</sup> September 2019 (9.00 A.M.) up to Tuesday, 24<sup>th</sup> September 2019 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-voting platform provided by CDSL.

#### **5. Voting at AGM**

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the General Meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly CDSL, the E-voting agency provided me with the names, DP Id/ Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 Further, the chairman announced the poll at the Annual General Meeting for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.

#### **6. RESULTS**

6.1 I observed that

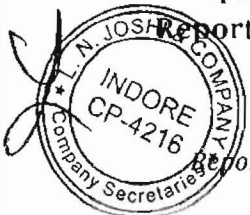
- a) 11 members had cast their votes through remote E-voting.
- b) 3 members had cast their votes through poll conducted at the meeting.

I have issued separate Scrutinizer's Report for the Remote E-voting and on the Poll for the resolutions contained in the Notice to the AGM. Copy of the same are enclosed with this report. Further, I submit herewith my combined report on the results of Remote E-voting and Poll as under-

##### **Item No. 1-Ordinary Resolution**

**To Receive, Consider, Approve & Adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, together with the Reports of the Board of Directors and Auditors thereon.**

*Report of Scrutinizer on Remote E-Voting & Poll of MID INDIA INDUSTRIES LIMITED at 28<sup>th</sup> AGM*



Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	3	52200	100%	0	0	0	52200	0	0
Remote Evoting	10	8265845	100%	1	300	Negligible	8266145	0	0
<b>Total</b>	<b>13</b>	<b>8318045</b>	<b>100%</b>	<b>1</b>	<b>300</b>	<b>Negligible</b>	<b>8318345</b>	<b>0</b>	<b>0</b>

### Item No. 2- Special Resolution

**Appointment of Shri Bhawani Shankar Soni (DIN: 01591062) as Director as well as Whole Time Director of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	2	25200	100%	0	0	0	25200	1	27000
Remote Evoting	10	8265845	100%	1	300	Negligible	8266145	0	0
<b>Total</b>	<b>12</b>	<b>8291045</b>	<b>100%</b>	<b>1</b>	<b>300</b>	<b>Negligible</b>	<b>8291345</b>	<b>1</b>	<b>27000</b>

*Votes casted by shareholder holding 27000 shares being related party were considered invalid.*

### Item No. 3-Special Resolution

**Re-appointment of Smt. Deepika Gandhi (DIN: 07017162) as an Independent Director of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	3	52200	100%	0	0	0	52200	0	0
Remote Evoting	10	8265845	100%	1	300	Negligible	8266145	0	0
<b>Total</b>	<b>13</b>	<b>8318045</b>	<b>100%</b>	<b>1</b>	<b>300</b>	<b>Negligible</b>	<b>8318345</b>	<b>0</b>	<b>0</b>



*Report of Scrutinizer on Remote E-Voting & Poll of MID INDIA INDUSTRIES LIMITED at 28<sup>th</sup> AGM*

#### Item No. 4 -Special Resolution

##### Alteration in Main Object Clause of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	3	52200	100%	0	0	0	52200	0	0
Remote Evoting	10	8265845	100%	1	300	Negligible	8266145	0	0
<b>Total</b>	<b>13</b>	<b>8318045</b>	<b>100%</b>	<b>1</b>	<b>300</b>	<b>Negligible</b>	<b>8318345</b>	<b>0</b>	<b>0</b>

#### Item No. 5 -Special Resolution

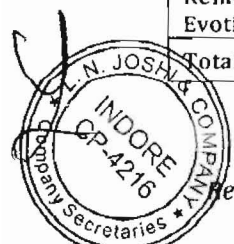
##### Alteration of the Liability Clause of the Memorandum of Association of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	3	52200	100%	0	0	0	52200	0	0
Remote Evoting	10	8265845	100%	1	300	Negligible	8266145	0	0
<b>Total</b>	<b>13</b>	<b>8318045</b>	<b>100%</b>	<b>1</b>	<b>300</b>	<b>Negligible</b>	<b>8318345</b>	<b>0</b>	<b>0</b>

#### Item No. 6 -Special Resolution

##### Re-appointment of Shri Sanjay Singh (DIN: 01548011) as Managing Director of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	3	52200	100%	0	0	0	52200	0	0
Remote Evoting	9	8265556	99.99%	2	589	0.01%	8266145	0	0
<b>Total</b>	<b>12</b>	<b>8317756</b>	<b>99.99%</b>	<b>2</b>	<b>589</b>	<b>0.01%</b>	<b>8318345</b>	<b>0</b>	<b>0</b>



Report of Scrutinizer on Remote E-Voting & Poll of MID INDIA INDUSTRIES LIMITED at 28<sup>th</sup> AGM

Based on the above information, you may kindly announce the result of voting by Poll at AGM and remote e-voting.

All relevant record of electronic voting and poll will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 28<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 28<sup>th</sup> Annual General Meeting.

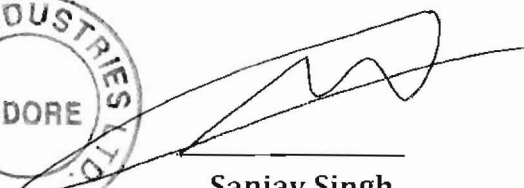
Thanking you,  
Yours Faithfully,



Scrutinizer  
Name: L.N. Joshi  
Practicing Company Secretary  
FCS: 5201; CP: 4216



To be Countersigned by the Chairman

  
Sanjay Singh