



To,  
The Chairman of the Annual General Meeting  
**Munoth Capital Market Limited**  
Shanti Nivas,, Opp. Shapath -V,  
Nr. Karnavati Club, S G Road,  
Ahmedabad - 380 058

Dear Sir,

**Sub: Report on Consolidated Results of Remote E-voting and Physical voting through Ballot Papers in respect of businesses set forth in the notice of 36<sup>th</sup> Annual General Meeting of members of the Munoth Capital Market Limited held on Saturday, September 29, 2018 at 3.00 pm at the registered office of the Company.**

I, N S J D & Associates, Chartered Accountant, have been appointed as a Scrutinizer of Munoth Capital Market Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot papers ("Poll") in respect of businesses set forth in the notice of 36<sup>th</sup> Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

#### **Responsibility of the Management of the Company**

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot papers on the resolution contained in the aforesaid notice to the AGM of the members of the company.

#### **Responsibility of Scrutinizer**

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot papers in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favor" or "against" the resolution, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and physical voting through ballot papers.

As per the Notice of AGM, below mentioned businesses were proposed for the approval of Members through Remote E-voting and physical ballot paper at the AGM;

1. **Ordinary Resolution** to receive, consider and adopt Audited Financial Statements for the financial year ended March 31, 2018 along with reports of the Board of Director and the auditors thereon.
2. **Ordinary Resolution** to appoint a Director in place of Mr. Shantilal Jain who retires by rotation. Being eligible, he has offered himself for re-appointment as Director of the Company.
3. **Ordinary Resolution** for ratification of Appointment of Statutory Auditor for the Financial year 2018-19 and to fix their remuneration.

**I hereby report as under;**

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Saturday, September 22, 2018, the Company completed dispatch of the Notice of the AGM through physical mode to other members on or before September 06, 2018.
2. The Company has also placed the Notice of AGM on the website of the Company as well as website of E-voting Agency.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting, Book Closure and Annual General Meeting in English and Gujarati Newspaper in English and Vernacular Language respectively;
  - A. Free Press Gujarat on September 6, 2018 &
  - B. Lokmitra Gujarat on September 6, 2018.both circulating the district in which the registered office of the Company is situated
4. The Shareholders holding Shares as on the "Cut off" date, i.e. Saturday, September 22, 2018 were entitled to vote through remote e-voting and at the AGM through Physical ballot papers on the businesses mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was opened for four days which was commenced on Wednesday, September 26, 2018 at 09:00 A.M. and ended on Friday, September 28, 2018 at 05.00 P.M. and members of the Company, holding Equity Shares of the Company as on Saturday, September 22, 2018, were required to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary businesses, through remote e-voting platform provided by NSDL.
6. At the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not already voted through remote e-voting platform of NSDL.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote casted at the meeting through physical ballots papers and thereafter unblocked the votes casted through remote e-voting on Monday, October 01, 2018 around at 11.30 A.M., after the completion of voting at the Annual General Meeting, in presence of two witnesses who are not in employment of the Company.
8. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL E-voting System and voting through physical ballot paper at the AGM.
9. I have not found any vote tendered through remote e-voting platform of NSDL and polling paper as Invalid.
10. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of AGM held on Saturday, September 29, 2018 is **annexed herewith**.
11. The Register, all other papers and relevant records relating to remote e-voting and voting at the AGM through physical ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has

N S J D & Associates  
Chartered Accountants  
Firm Registration No.: 143554W



Place: Ahmedabad  
Date: October 01, 2018

*Jeenal*  
Name of Chartered Account: Jeenal G. Desai  
Mem. No.: 167903

**Declaration**

We, the undersigned witnessed that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the NSDL website ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in our presence around at 11.15 A.M. on Monday, October 01, 2018 at the office of Ms. Jeenal Desai, the scrutinizer.

Witness 1  
Mr. *[Signature]*

Witness 2:  
Mr. *[Signature]*

**Annexure**

**Detailed Consolidated Results of Remote e-voting and Ballot Forms voting**

**Resolution 1** To receive, consider and adopt:

Audited Financial Statement of account for the financial year ended on 31<sup>st</sup> March, 2018 together with the reports of the Board of Directors' and the Auditors' thereon and - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
<b>Received</b>							
<b>Assent</b>	2	7	9	140510	6396372	6536882	100.00
<i>Promoters</i>	0	7	7	-	6396372	6396372	100.00
<i>Public</i>	2	0	2	140510	-	140510	100.00
<b>Dissent</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Invalid</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Total</b>	2	7	9	140510	6396372	6536882	100.00

**Resolution 2**

To appoint a Director in place of Mr. Shantilal Jain, Director who retires by rotation and being eligible, seeks re-appointment - **Ordinary Resolution**


Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
<b>Received</b>							
<b>Assent</b>	2	7	9	140510	6396372	6536882	100.00
<i>Promoters</i>	0	7	7	-	6396372	6396372	100.00
<i>Public</i>	2	0	2	140510	-	140510	100.00
<b>Dissent</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Invalid</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Total</b>	2	7	9	140510	6396372	6536882	100.00

**Resolution 3**

Ratification of Appointment of Statutory Auditors and fix their remuneration - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
<b>Received</b>							
<b>Assent</b>	<b>2</b>	<b>7</b>	<b>9</b>	<b>140510</b>	<b>6396372</b>	<b>6536882</b>	<b>100.00</b>
<i>Promoters</i>	0	7	7	-	6396372	6396372	100.00
<i>Public</i>	2	0	2	140510	-	140510	100.00
<b>Dissent</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Invalid</b>	-	-	-	-	-	-	-
<i>Promoters</i>	-	-	-	-	-	-	-
<i>Public</i>	-	-	-	-	-	-	-
<b>Total</b>	<b>2</b>	<b>7</b>	<b>9</b>	<b>140510</b>	<b>6396372</b>	<b>6536882</b>	<b>100.00</b>

N S J D & Associates  
Chartered Accountants  
Firm Registration No.: 143554W

  
Signature: *Jeenal*  
Name of Chartered Account: Jeenal G. Desai  
Mem. No.: 167903

Place: Ahmedabad  
Date: October 01, 2018