



Sagar R. Khandelwal
Company Secretary

Certificate Number: 2018-19/0005

Consolidated Scrutinizer's Report on E-voting and Poll

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and Rule 20(2) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,
Taparia Tools Limited,
52 and 52B,
MIDC Area,
Satpur, Nashik -422007

Dear Sir,

Subject: *Report on electronic voting carried out during 26th day of September, 2018 (09.00 hours) to 28th day of September, 2018 (17.00 Hours) and Poll conducted at the 52nd Annual General Meeting of TAPARIA TOOLS LIMITED held on Saturday, 29th September, 2018 at 9.30 a.m.*

I CS Sagar Ramesh Khandelwal, Practicing Company Secretary, (ACS 25781, COP 13778) have been appointed as the Scrutinizer by the Board of Directors of Taparia Tools Limited vide resolution dated 11th August, 2018, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule section 108 and 109 of the Companies Act, 2013 and Rule 20(2) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014] for the purpose of scrutinizing.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder and (ii) the Listing Agreement with the Stock Exchanges relating to voting by electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizer Report on the electronic voting and the voting through physical ballot forms (by post or in person) from the shareholders of the Company in respect of the resolutions passed, at the 52nd meeting of the Equity Shareholders of Taparia Tools Limited, held on Saturday, 29th September, 2018

In this connection, I furnish the following information.

- a) As per the information and explanation provided and the documents verified, the Notice dated 11th August, 2018, convening AGM of the Company along with the statement setting out material facts under section 102 of the Act, had been sent to the shareholders, in respect of the said proposed resolutions to be passed at the said AGM of the Company.;
- b) The Company engaged the services of Central Depository Services of India Limited (CDSL) (hereinafter referred to as the "Service Provider") to offer the e-voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 26th day of September, 2018 (09.00 hours) to 28th day of September, 2018 (17.00 Hours). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 22nd day of September, 2018 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e-voting.





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- c) At the 52nd Annual General Meeting of the Company held on Saturday, the 29th day of September, 2018, at 9:30 A.M. at Hotel Emerald Park, Sharanpur Link Road, Nashik-422 002, a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
- d) Further the empty ballot (polling) box was locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot (polling) box was unlocked by me in the presence of Vipin Dayma and Sourabh Manegaonkar and No poll papers were found for scrutiny in the box hence only the e-voting records were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- e) As per the data downloaded from CDSL/NSDL, e-voting system and polling papers received, I have reviewed and scrutinized the voting through electronic means and physical mode and the votes cast therein.
- f) Further the SEBI Interim Order dated 20-05-2015 has been followed while calculating the valid number of Votes towards any resolution.

I hereby submit my report on votes cast through e-voting and polling papers in respect of the said resolutions passed at the 52nd AGM of the Company, held on Saturday, September 29, 2018.

Thanking you,

CS Sagar R Khandelwal
Company Secretary



Encl.: As above.

Witness

1) Vipin Dayma

Manegaonkar
30-09-2018

2) Sourabh Manegaonkar

Add: 24/2, Anjaneya, Sahjanand Society, Kothrud, Pune-411038
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ITEM NO. 1		To consider and adopt the Audited Financial Statements of the Company for Financial Year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.											
		Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			% of total Nos. of valid e-votes + physical votes cast		
Sr. No.	Particulars	No. of Members voted	No. of Shares	% of total Nos. of valid votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid e-votes + physical votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid e-votes + physical votes cast
1	Votes in favour of the Resolution	35	364778	88.31	NIL	NIL	NIL	35	364778	88.31	35	364778	88.31
2	Votes against the Resolution	4	48273	11.69	NIL	NIL	NIL	4	48273	11.69	4	48273	11.69
3	Total valid votes (1+2)	39	413051	100.00 ^b	NIL	NIL	NIL	39	413051	100.00 ^b	39	413051	100.00 ^b
4	Invalid votes	Nil	1680695 ^a	-	Nil	NIL	-	Nil	1680695 ^a	-	Nil	1680695 ^a	-

Note:

- The excess voting rights of the Promoters/Shareholders of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a.

RESULT:

I report that the Ordinary Resolution with regard to Item No. 1 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution.



ITEM NO. 2	To appoint Shri. J.K. Taparia, who retires by rotation as a Director and being eligible, offers himself for re-appointment as a Director.									
	Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)	
No. of Members voted			No. of Shares	% of total Nos. of valid votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid e-votes + physical votes cast
1	Votes in favour of the Resolution	36	366655	88.74	NIL	NIL	NIL	36	366655	83.74
2	Votes against the Resolution	3	46500	11.26	NIL	NIL	NIL	3	46500	11.26
3	Total valid votes (1+2)	39	413155 ^b	100.00 ^b	NIL	NIL	NIL	39	413155 ^b	100.00 ^b
4	Invalid votes	NIL	1680591 ^a	-	NIL	NIL	-	NIL	1680591 ^a	-

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

I report that the Ordinary Resolution with regard to Item No. 2 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution.

