



Kashyap Shah & Co.

Practising Company Secretaries
Kashyap Shah (B.com, LL.B (Sp.), FCS)

B-203, Manubhai Towers,
Opp. Faculty of Arts, Sayajigunj,
Vadodara 390005.
Ph. (O) 2362244, (m) 9427339564
Email- kashyap.cs@gmail.com

CONSOLIDATED SCRUTINIZERS REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
28th Annual General Meeting of the Equity Shareholders of
Towa sokki Limited
(CIN: L51909GJ1993PLC019111)
Held on Wednesday, 30th September, 2020 at 1:00 pm through Video Conferencing

Dear Sir,

1. I, Kashyap Shah, Proprietor of M/s. Kashyap Shah & Co., Company Secretaries have been appointed as scrutinizer by the Board of Directors of Towa Sokki Limited (the Company) having its registered office at FF-6, Amrapali Apartment, Near Air Force Station, Makarpura, Vadodara 390014 for the purpose of scrutinizing the remote e-voting process and electronic voting process through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) conducted at 28th Annual General Meeting (AGM) of Equity Shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 read with SEBI circular dated May 12, 2020.
2. In compliance of Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 read with SEBI Circular dated May 12, 2020, the 28th AGM of the Company was held through Video Conferencing (VC) or other audio visual means (OAVM) without the physical presence of the members at the common venue.
3. Further to above, I submit my report as under:
 - 3.1. The Company sent Notice dated 3rd September, 2020 convening the 28th AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2019-20 through electronic means i.e. on the registered email IDs only to those members whose email address are registered with the Company, RTA or CDSL/NSDL.

- 3.2. The above Notice was also placed on the website of the Company (www.towasokki.in) forthwith after it was sent to the members.
- 3.3. The notice clearly indicated the process and manner for electronic voting during the AGM and also the time schedule of remote e-voting from 27th September, 2020 (IST 9:00 a.m.) to 29th September, 2020 (IST 5.00 p.m.) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.4. As prescribed in the aforesaid Rules, the Company has also published an newspaper advertisement on 08/09/2020 and it carried the required information as specified in the said Rules.
- 3.5. The remote e-voting remained open for a period of 3 days from 27th September, 2020 (IST 9:00 a.m.) to 29th September, 2020 (IST 5.00 p.m.) and that the aforesaid remote e-voting period was completed one day prior to the date of the 28th AGM which was held on 30th September, 2020.
- 3.6. The Equity Shareholders holding shares as on the "cut off" date i.e. 23rd September, 2020 were entitled to vote on the proposed resolutions (Item Nos. 01 to 03) as set out in the Notice of the 28th Annual General Meeting of the Company.
- 3.7. At the 28th AGM of the Company held on 30th September, 2020 the facility to vote through electronic voting system had been provided to facilitate voting for those members who were present at the meeting through VC/OAVM but could not cast their votes through the Remote e-voting.
- 3.8. After the closing of the period for remote e-voting on 29th September, 2020, the details of members, such as their names, folios and number of shares held, who casted votes through remote e-voting were down loaded from the e-voting website of National Securities Depositories Limited (NSDL) - www.evoting.nsd.com for the purpose of ensuring that members who have casted their votes through remote e-voting do not electronically vote again at the 28th AGM.
- 3.9. After closure of Electronic Voting at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Wednesday, 30th September, 2020 at around 3:30 pm in presence of two witnesses who are not in employment of the company.
- 3.10. Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for", against" each of the resolutions that were put to vote, were generated from the website of NSDL i.e. www.evoting.nsd.com.
- 3.11. Based from the Reports generated from the e-voting website of NSDL, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of electronic voting at the 28th AGM of the Company in respect of the said Resolutions as under:

ORDINARY BUSINESS:**Resolution No. 1 – As an Ordinary Resolution:**

Adoption of Audited Financial Statements of the company for the year ended on 31st March, 2020.

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	17	35,76,939	35,76,939	0	100%	--
Electronic voting at AGM	--	--	--	--	--	--
Total Voting	17	35,76,939	35,76,939	0	100%	--

Resolution No. 2 – As an Ordinary Resolution:

To appoint a Director in place of Smt. Sushila Omprakash Bansal (DIN: 01488071), who retires by rotation and being eligible, offers herself for re-appointment.

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	17	35,76,939	35,76,939	0	100%	--
Electronic voting at AGM	--	--	--	--	--	--
Total Voting	17	35,76,939	35,76,939	0	100%	--

Resolution No. 3 – As a Special Resolution:

Re-appointment of Mr. S.J. Bansal (DIN: 01364898), as Whole Time Director of the Company on attainment of age of 70 years for his remaining term:

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	17	35,76,939	35,76,939	0	100%	--
Electronic voting at AGM	--	--	--	--	--	--
Total Voting	17	35,76,939	35,76,939	0	100%	--

4. All relevant records relating to Remote e-voting as well as electronic voting at the 28th AGM of the Company shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Compliance Officer for safe keeping.

Yours faithfully,

**For Kashyap Shah & Co.,
Company Secretaries**

KASHYAP
ASHWINBHAI
SHAH

Digitally signed by
KASHYAP ASHWINBHAI
SHAH
Date: 2020.10.01
15:46:46 +05'30'

**Kashyap Shah
Proprietor
CP No – 6672, FCS – 7662**

**Place: Vadodara
Dated: 01.10.2020
UDIN: F007662B000836402**