



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

SCRUTINIZER'S REPORT

(For Remote E-voting)

[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,
25th Annual General Meeting (AGM) of the Equity Shareholders of
Towa Sokki Limited
(CIN: L51909GJ1993PLC019111)
Held on Friday, 29th September, 2017 at 10.00 A.M.
At Ground Floor, Shreekunj Residency,
Opp. Voltamp Transformers, Near Rajput Bhavan, Maneja,
Vadodara – 390013

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) for the purpose of scrutinizing the remote e-voting process and Voting through Poll / Ballot Paper (Physical Voting) and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 and Section 109 of the Companies Act, 2013, respectively read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions contained in the Notice of the 25th Annual General Meeting (AGM) of the members of Towa Sokki Limited which held on Friday, 29th September, 2017 at 10.00 A.M. at Ground Floor, Shreekunj Residency, Opp. Voltamp Transformers, Near Rajput Bhavan, Maneja, Vadodara 390013.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 25th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions and invalid votes based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting facilities, engaged by the Company.



3.9. 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 remote e-voting website of CDSL i.e. www.evotingindia.co.in.

The remote e-voting data was scrutinized by the undersigned for verification of the cast in favour of or against the resolutions.

3.10. The remote e-voting result is as under.

Resolution No. 1: Ordinary Resolution –

To receive, consider and adopt the audited Financial Statement of the Company for the year ended 31st March, 2017 and the Reports of Board and Auditors' thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
32	3608980	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
0	0

(b) Resolution No. 2: Ordinary Resolution –

To appoint a Director in place of Smt. Sushila Omprakash. Bansal having Director Identification Number 01488071, who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
32	3608980	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
0	0

(c) Resolution No 3: Ordinary Resolution –

To appoint M/s. Doogar & Associates, New Delhi (Firm Registration No. 000561N) Chartered Accountants, New Delhi, as Auditors of the Company, to hold Office from the conclusion of this Annual General Meeting until the conclusion of 30th Annual General Meeting and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
32	3608980	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
0	0

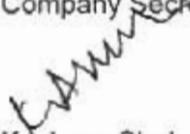
4. A Register containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Kashyap Shah & Co.,
Company Secretaries,


Kashyap Shah
Proprietor
CP No – 6672, FCS – 7662



Place: Vadodara Dated: 29.09.2017