

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

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### Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration Rules, 2014)]**

To  
The Chairman  
24<sup>th</sup> Annual General Meeting of the Equity Shareholders  
Of **MONNET ISPAT AND ENERGY LIMITED**, to be held on 27<sup>th</sup> day of  
September, 2014 at 2.30 P.M. at Registered Office of the Company at Monnet  
Marg, Mandir Hasaud, Raipur, Chhattisgarh-492101

Dear Sir,

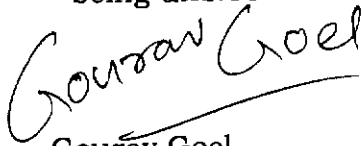
I, Sanjay Grover, Proprietor of Sanjay Grover & Associates, Practicing Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi 110024, have been appointed as a scrutinizer of MONNET ISPAT AND ENERGY LIMITED ('the Company') for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules, 2014 on the below mentioned resolution(s), at the 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Monnet Ispat And Energy Limited, to be held on 27<sup>th</sup> day of September, 2014 at 2.30 p.m. at Monnet Marg, Mandir Hasaud, Raipur, Chhattisgarh-492101.

I, submit my report as under:

1. The e-voting period remained open from September 21, 2014 (9:00 a.m.) to September 23, 2014 (6:00 p.m.).
2. The Shareholders of the Company as on the "cut off" date i.e. 22nd August, 2014 were entitled for e-voting on the proposed resolutions (item no 1 to 11) as set out in the notice of the 24<sup>th</sup> AGM of the Company.
3. I have monitored the process of electronic voting through the scrutinizer's secured link provided by National Securities Depository Limited-NSDL on its designated website.



4. The votes were unblocked on 23<sup>rd</sup> September, 2014 at 6:15 p.m. in the presence of two witnesses, Mr. Gourav Goel R/o Ved Kiryana Store, Main Bazar Sampla, Rohtak, Haryana-124501 and Ms. Priyanka Bahal R/o A-377, Defence Colony, New Delhi-110024 who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Gourav Goel

  
Priyanka Bahal

5. The particulars of votes received from the Members in electronic form(s) have been entered in a separate Register maintained for the purpose.
6. The total paid up Equity Share Capital of the Company as on 22nd August, 2014 was Rs. 65,82,56,810/- (Rupees Sixty Five Crore Eighty Two Lakhs Fifty Six Thousand Eight Hundred and Ten only ) divided into 6,58,25,681 (Six Crore Fifty Eight Lakhs Twenty Five Thousand Six Hundred Eighty One) Equity shares of Rs. 10/- (Rupee Ten Only) each.
7. Thereafter, the details containing ,inter-alia list of equity shareholders who voted 'FOR' and 'AGAINST', were downloaded from e-voting enabling website of National Securities Depository Limited-NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) **ANNEXURE-A.**
8. **The Results of E voting are as under :**
- (a) **Resolution No. 1- To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31 March, 2014 together with Directors' and Auditors' Reports thereon. (Ordinary Resolution)**

- i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
44	29,13,656	99.9999

- ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
1	3	0.0001



iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

(b) **Resolution No. 2-** To appoint a director in place of Shri J.P. Lath (DIN: 00380076), who retires by rotation at this Annual General Meeting and is eligible for reappointment. (Ordinary Resolution)

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
33	25,10,456	86.1616

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
12	4,03,203	13.8384

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

(c) **Resolution No. 3-** To declare the Dividend on equity shares for the Financial Year ended 31<sup>st</sup> March, 2014. (Ordinary Resolution)

i. Voted **in favour** of the resolution:

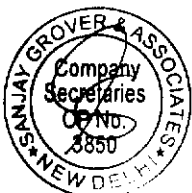
Number of Folios	Number of Votes	% of Votes casted
44	29,13,600	99.9980

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
1	59	0.0020

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0



(d) **Resolution No. 4-** To appoint Mesrs O.P. Bagla & Co. (Regn. No. 000018N) as auditors of the Company and fix their remuneration. (Ordinary Resolution)

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
42	29,10,439	99.8912

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
2	3,170	0.1088

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

(e) **Resolution No. 5-** To appoint Shri Amulya Charan (DIN:00007370) as an Independent Director for a period of three years. (Ordinary Resolution)

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
44	29,13,656	99.9999

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
1	3	0.0001

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0



- (f) **Resolution No. 6- To appoint Shri Amit Dixit (DIN:01798942) as an Independent Director for a period of three years. (Ordinary Resolution)**

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
32	25,10,397	86.1613

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
12	4,03,203	13.8387

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

- (g) **Resolution No. 7- To appoint Shri Vikram Deswal (DIN:05277967) as an Independent Director for a period of three years. (Ordinary Resolution)**

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
21	14,930	0.5124

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
24	28,98,729	99.4876

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0



**(h) Resolution No. 8- To alter terms of appointment of Shri C.P. Baid (00466414) as a Director liable to retire by rotation. (Ordinary Resolution)**

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
42	29,13,180	99.9836

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
3	479	0.0164

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

**(i) Resolution No. 9- To approve the related party transactions pursuant to Section 188. (Special Resolution)**

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
41	29,09,789	99.8740

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
3	3,670	0.1260

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0



(j) **Resolution No. 10-** To alter Articles of Association of the Company for appointment of Managing Director as Chairman of the Board as required under Section 203 (1). (Special Resolution)

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
30	25,08,314	86.0881

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
15	4,05,345	13.9119

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0

(k) **Resolution No. 11-** To ratify Remuneration of Cost Auditors of the Company for the Financial Year 2014-15.

i. Voted **in favour** of the resolution:

Number of Folios	Number of Votes	% of Votes casted
42	29,13,180	99.9836

ii. Voted **against** the resolution:

Number of Folios	Number of Votes	% of Votes casted
3	479	0.01644

iii. **Invalid** votes:

Number of Folios	Number of Votes
0	0



9. The E-voting register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.



Place: New Delhi

Date: September 26, 2014

For SANJAY GROVER & ASSOCIATES

A handwritten signature in black ink, appearing to read "Sanjay Grover".

Sanjay Grover

Scrutinizer

C P No. 3850