

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi - 110 024  
Tel. : (011) 4679 0000, Fax : (011) 4679 0012  
e-mail : contact@cssanjaygrover.in  
website : www.cssanjaygrover.in

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended up to date]

To,

THE CHAIRMAN

**MONNET ISPAT AND ENERGY LIMITED**

(CIN L02710CT1990PLC009826)

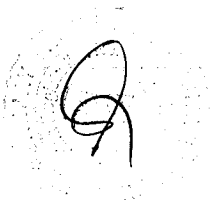
Monnet Marg, Mandir Hasaud,  
Raipur - 492101(Chhattisgarh)

Dear Sir,

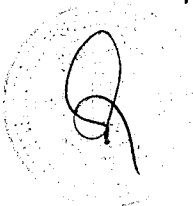
I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as a Scrutinizer for the purpose of scrutinizing voting process, i.e. remote e-voting and voting through polling paper at Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended up to date, on the resolution(s) mentioned in the Notice dated August 17, 2016 for 26<sup>th</sup> AGM of the Shareholders of the Company held on Friday, September 30<sup>th</sup>, 2016 at 2:30 P.M. at Registered Office of the Company at Monnet Marg, Mandir Hasaud, Raipur-492101(Chhattisgarh).

I submit my report as under:-

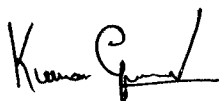
1. The remote e-voting period commenced on Tuesday, September 27, 2016 (09:00 A.M IST) and ended on Thursday, September 29, 2016 (05:00 P.M IST) via e-voting platform on the designated website of National Securities Depository Limited ("NSDL") viz., <https://www.evoting.nsdl.com>.



2. The Shareholders of the Company as on the "cut off" date i.e. Friday, September 23, 2016 were entitled to avail the facility of remote e-voting as well as voting through polling paper at the AGM, as the case may be, on the proposed resolution(s) (item no. 1 to 7) as set out in the Notice dated August 17, 2016.
3. The total paid up share capital of the Company as on the "cut off" date was Rs. 375,76,82,420/- (Rupees Three Hundred Seventy Five Crore Seventy Six Lakh Eighty Two Thousand Four Hundred and Twenty Only) divided into 20,07,68,242 (Twenty Crore Seven Lakh Sixty Eight Thousand Two Hundred Forty Two) equity shares of Rs. 10/- (Rupees Ten only) each and 1,75,00,000 (One Crore Seventy Five Lacs) 6.5% Cumulative Non Convertible Redeemable Preference Shares of par value of Rs. 100/- (Rupees Hundred Only) each.
4. Poll was conducted at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
5. One ballot box was kept for polling and the same was locked in the presence of Mr. Neeraj Arora, Partner, Sanjay Grover & Associates, my authorised representative.
6. After completion of Poll at the AGM, the Ballot box was opened in the presence of Mr. Neeraj Arora, Partner, Sanjay Grover & Associates, my authorised representative and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.
7. There were no ballots which were found to be incomplete and/or which were otherwise found defective.
8. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Kumar Gaurav R/o WZ- 63, Shadipur, New Delhi- 110008 and Mr. Shobhit Sharma R/o 230, 2<sup>nd</sup> Floor, Hari Nagar,



Asharam, New Delhi -110014 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Kumar Gaurav



Mr. Shobhit Sharma

9. The consolidated summary of results of poll at AGM and remote e-voting are as under:

**A. Resolution No. 1- To receive, considers and adopt-**

- a. the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors' and Auditor's thereon;
- b. the Consolidated Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Auditor's thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	6,26,08,349	63,13,787	6,89,22,136	99.9920
Dissent	0	5,509	5,509	0.0080
Total	6,26,08,349	63,19,296	6,89,27,645	100.0000

Therefore, the resolution No. 1 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in Annexure- A.

**B. Resolution No. 2- Ratification of appointment of M/s O.P. Bagla & Co. Chartered Accountants (Firm Registration. No. 000018N) as Statutory Auditors of the Company and to authorise Board of Directors of the Company to fix their remuneration in consultation with the Auditors.**



Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	6,26,08,349	63,19,469	6,89,27,818	99.9994
Dissent	0	400	400	0.0006
Total	6,26,08,349	63,19,869	6,89,28,218	100.0000

Therefore, the resolution No. 2 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in Annexure- B.

- C. Resolution No. 3-** Ratification of remuneration payable to M/s N. K. Jain and Associates, Cost Accountants (Firm Registration Number 101952) for conducting the Audit of the cost accounting records of the Company for the Financial Year ending 31<sup>st</sup> March, 2017.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	6,26,08,349	63,19,096	6,89,27,445	99.9989
Dissent	0	773	773	0.0011
Total	6,26,08,349	63,19,869	6,89,28,218	100.0000

Therefore, the resolution No. 3 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in Annexure- C.



D. **Resolution No. 4-** Regularization of appointment of Mr. Suresh Kishanchand Khatanhar (DIN: 03022106), Nominee Director of IDBI bank Ltd., as Nominee Director of the Company.


Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	6,26,08,349	63,11,587	6,89,19,936	99.9894
Dissent	0	7,282	7,282	0.0106
Total	6,26,08,349	63,18,869	6,89,27,218	100.0000

Therefore, the resolution No. 4 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in **Annexure-D**.

E. **Resolution No. 5-** Adoption of new set of Memorandum of Association of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	6,26,08,349	63,19,669	6,89,28,018	99.9997
Dissent	0	200	200	0.0003
Total	6,26,08,349	63,19,869	6,89,28,218	100

Therefore, the resolution No.5 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in **Annexure-E**.



**F. Resolution No. 6- Adoption of new set of Articles of Association of the Company.**

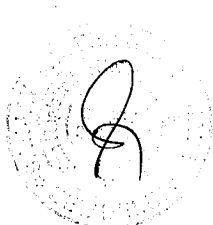
<b>Special Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>Poll</b>	<b>e-Votes</b>	<b>Total</b>	
Assent	6,26,08,349	63,19,669	6,89,28,018	99.9997
Dissent	0	200	200	0.0003
Total	6,26,08,349	63,19,869	6,89,28,218	100.0000

Therefore, the resolution No. 6 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in **Annexure-F**.

**G. Resolution No. 7- Re-appointment of Mr. Sandeep Kumar Jajodia (DIN: 00082869), as a Director, who retires by rotation and being eligible, offers himself for re-appointment.**

<b>Ordinary Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>Poll</b>	<b>e-Votes</b>	<b>Total</b>	
Assent	6,26,08,349	63,17,896	6,89,26,245	99.9971
Dissent	0	1,973	1,973	0.0029
Total	6,26,08,349	63,19,869	6,89,28,218	100.0000

Therefore, the resolution No. 7 has been approved with requisite majority. Details of poll at AGM and remote e-voting are given in **Annexure-G**

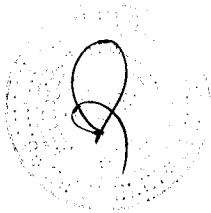


**SANJAY GROVER & ASSOCIATES**

10. The register, ballot papers and all other documents relating to voting by electronic means shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, register, ballot papers and all other documents shall be handed over to the company.

Thank you,

**For SANJAY GROVER & ASSOCIATES  
COMPANY SECRETARIES**



  
Sanjay Grover  
(Managing Partner)  
Scrutinizer  
CP No. 3850

**COUNTERSIGNED BY**



Chairman

Date: *October 1, 2016*  
Place: *New Delhi.*

**Annexure-A**

Details of poll at AGM and remote e-voting for Resolution No.-1 are as under:

**A1.VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	43	63,19,296	6,31,92,960	1.6817
b) Votes with Assent	40	63,13,787	6,31,37,870	1.6802
c) Votes with dissent	3	5,509	55,090	0.0015



**Annexure-B**

Details of poll at AGM and remote e-voting for Resolution No.-2 are as under:

**B1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**B2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	44	63,19,869	6,31,98,690	1.6819
b) Votes with Assent	41	63,19,469	6,31,94,690	1.6817
c) Votes with dissent	3	400	4,000	0.0001



**Annexure-C**


Details of poll at AGM and remote e-voting for Resolution No.-3 are as under:

**C1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**C2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	44	63,19,869	6,31,98,690	1.6819
b) Votes with Assent	41	63,19,096	6,31,90,960	1.6816
c) Votes with dissent	3	773	7,730	0.0002



**Annexure-D**

Details of poll at AGM and remote e-voting for Resolution No.-4 are as under:

**D1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**D2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	43	63,18,869	6,31,88,690	1.6815
b) Votes with Assent	37	63,11,587	6,31,15,870	1.6796
c) Votes with dissent	6	7,282	72,820	0.0019



**Annexure-E**

Details of poll at AGM and remote e-voting for Resolution No.-5 are as under:

**E1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**E2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	44	63,19,869	6,31,98,690	1.6819
b) Votes with Assent	42	63,19,669	6,31,96,690	1.6818
c) Votes with dissent	2	200	2,000	0.0001



**Annexure-F**

Details of poll at AGM and remote e-voting for Resolution No.-6 are as under:

**F1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**F2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	44	63,19,869	6,31,98,690	1.6819
b) Votes with Assent	42	63,19,669	6,31,96,690	1.6818
c) Votes with dissent	2	200	2,000	0.0001



**Annexure-G**

Details of poll at AGM and remote e-voting for Resolution No.-7 are as under:

**G1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Total votes received	37	6,26,08,349	62,60,83,490	16.6614
b) Less: Invalid Votes	0	0	0	0.0000
c) Net Valid votes cast	37	6,26,08,349	62,60,83,490	16.6614
d) Votes with assent for the Resolution	37	6,26,08,349	62,60,83,490	16.6614
e) Votes with dissent for the Resolution	0	0	0	0.0000

**G2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Shares	Paid-up value of the Shares	% of Total Paid-up Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	44	63,19,869	6,31,98,690	1.6819
b) Votes with Assent	39	63,17,896	6,31,78,960	1.6813
c) Votes with dissent	5	1,973	19,730	0.0005