

**RAJESH GHORAWAT**  
**PRACTISING COMPANY SECRETARY**

68, R.K.CHATTERJEE ROAD,  
KASBA BAKULTALA, 3<sup>RD</sup> FLOOR,  
KOLKATA-700042  
MOBILE- 9831189994  
Email [Id-rgadvisory18@gmail.com](mailto:rgadvisory18@gmail.com)

25<sup>TH</sup> APRIL, 2019

TO,  
THE CHAIRMAN  
HASIMARA INDUSTRIES LIMITED  
5 & 7 NETAJI SUBHAS ROAD,  
KOLKATA-700001, WEST BENGAL

Dear Sirs,

**RE :REPORT OF THE SCRUTINIZER**

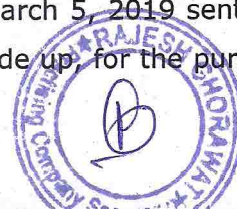
Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of HASIMARA INDUSTRIES LIMITED on March 5, 2019, I, Rajesh Ghorawat, Practising Company Secretary (**Membership No. F7226; CP No. 20897**), having office at 68, R.K.Chatterjee Road, Kasba Bakultala, Floor, Kolkata-700042 have been appointed as a Scrutinizer to receive process and scrutinize the postal ballot papers in respect of the Special Resolutions as circulated in the postal ballot notice dated March 5, 2019,.

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICY CELL/2/2014 April 17, 2014, listed companies are required to provide e-voting facility to their shareholders on all shareholder resolutions to be passed at General Meetings or through Postal Ballot. Since HASIMARA INDUSTRIES LIMITED falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.

**HASIMARA INDUSTRIES LIMITED** accordingly has made arrangements with the System Provider Central Depository Services (India) Limited (CDSL) for providing a system of recording votes of the shareholders electronically through e-Voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, MAHESHWARI DATAMATICS PVT LTD, herein after referred as (RTA) to set up the e- Voting facility on the CDSL e-Voting website [www.evotingindia.com](http://www.evotingindia.com)

**HASIMARA INDUSTRIES LIMITED**, through RTA, has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating EVEN by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot notice dated March 5, 2019 sent to the shareholders by email and by Registered Post. The Register of Members was made up, for the purpose of





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dispatch of postal ballot to the shareholders as on 15<sup>th</sup> March, 2019.

I report that the Postal ballot Notice dated 05<sup>th</sup> March, 2019 under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on March 27, 2014 were dispatched to the shareholders who held in physical form, by Registered Post along with self-addressed prepaid Envelope.

In addition to the above, Postal Ballot Notices were also sent via electronic mode by CDSL, the system provider to Shareholders at their email addresses registered with the Depository Participants as per the data downloaded from the CDSL as on 15<sup>th</sup> March, 2019 (cut-off date). I further report that as stated in the Notice sent to the shareholders, the Company had fixed 5:00 P.M. (IST) on Thursday the 25<sup>th</sup> April, 2019 as the last date for receipt of Postal Ballots and for E-voting.

As stated in sub rule 3 of Rule 20 under the Chapter on "MANAGEMENT AND ADMINISTRATION" RULES as notified by MCA on March 27, 2014 no advertisement was published by the Company informing about the completion of dispatch of the Postal Ballot Notices, by Registered Post and by email, wherever applicable, to the shareholders along with other related matters mentioned therein.

I report that the Postal Ballot forms from the shareholders addressed to me was delivered at the Registered office of the Company at 5 & 7 NETAJI SUBHAS RD KOLKATA WB 700001 during the period starting from Wednesday, 27<sup>th</sup> March, 2019 till Thursday, 25<sup>th</sup> April, 2019. All the Postal Ballot forms together with all votes cast by E-voting through CDSL received up to 5:00 P.M. on Thursday, 25<sup>th</sup> April, 2019, being the last date fixed by the Company for receipt of the ballot forms/e-voting, were considered for my scrutiny.

The Postal Ballots forms received at the Registered office of the Company in the name of the Scrutinizer were opened and then taken up for scrutiny by me in presence of 2 persons who were not the member of the company. During the course of scrutiny of postal Ballot Forms I have not come across any mutilated Postal Ballot Forms.

Since e- voting facility was provided by CDSL, the details of the e- voting exercised by the shareholders as also the votes exercised through Postal Ballot, which were duly scrutinized and processed, were duly compiled by me with the assistance of the company official. While the details of the e-voting was provided by the system provider namely CDSL, the compilation of data by the Company, in respect of Postal Ballots containing the statement of shareholder's name, folio number, postal ballot number, number of shares held, number of votes exercised, votes in favor, votes against and those votes which were rejected were generated by the officials of the company which have been duly scrutinized by me.

On scrutiny, I report that out of 865 shareholders, 10 (Ten) Shareholders have exercised their vote through e- voting and 22 Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of polling results for the item placed for consideration by the members are given below:



**ITEM NO 1. SPECIAL RESOLUTION UNDER THE PROVISIONS THE COMPANIES ACT, 2013 FOR ISSUE OF 1,00,000 9% NON-CUMULATIVE REDEEMABLE PREFERENCE SHARES OF RS. 100/- EACH**

Total No. of Shareholders	865		
AUTHORISED CAPITAL ( RS )	3,00,00,000/-		
PAID UP CAPITAL ( RS )	1,00,00,000		
Total no. of shares			
Receipt of Postal Ballot Forms	<b>From Wednesday, 27th March, 2019 till Thursday, 25th April, 2019</b>		
		Number Votes	Number of Shares
Total votes cast through e- voting	<b>A</b>	<b>788608</b>	<b>788608</b>
Total votes cast through Postal Ballot Forms Received	<b>B</b>	<b>2345</b>	<b>2345</b>
Grand Total of e- voting/ Postal Ballot Form (A+B)	<b>C</b>	<b>790953</b>	<b>790953</b>
Less : Invalid e- voting/ Postal Ballot Forms ( On account of signature mismatch, for/ against option not indicated)	<b>D</b>	<b>NIL</b>	<b>NIL</b>
Net e- voting/ postal Ballot Forms (C-D)	<b>E</b>	<b>790953</b>	<b>790953</b>
% of votes in favour of the resolution		<b>100 %</b>	<b>100 %</b>

**NOTE:**

1. There were no Invalid Postal Ballot found while counting of votes.
2. Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less
3. There is no case where the shareholder holding shares has voted both through Postal Ballot as well as through e-Voting. The votes cast through e-voting has been considered valid pursuant to Rule No. 22 read with Rule No. 20 of the Companies (Management and Administration) Rules, 2014.





**NOTE :**

**I ALSO ANNEX SEPARATELY THE SUMMARY OF POSTAL BALLOT RESULT TO THIS REPORT .  
RESULTS:-**

As the number of votes casted in favour of the Resolutions is **100 %** and the number of votes cast against is NIL. I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules 2014, as set out in the Notice of Postal Ballot dated 05<sup>th</sup> March, 2019 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

I further report that as per the Postal Ballot Notice dated 05<sup>th</sup> March, 2019 and the Board Resolution dated 05<sup>th</sup> March, 2019, the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting by postal ballot in respect of the resolution referred herein above as intimated to the stock exchanges. The results of Postal Ballot together with the Scrutinizer's Report would be displayed on Company's website [www.hasimara.com](http://www.hasimara.com) and on the website of CDSL within 2 days of passing of the resolution and shall also be communicated to the stock exchanges.

I further report that as per Rule 22 of the Companies (Management and Administration) Rules 2014, the Company has been duly complied with. I further report that as per the said Rules, the record maintained by me including the date as obtained from CDSL , the System provider for the e- voting facility extended by them as also a Registrar recording the consent or otherwise received from the shareholders, voting through postal ballot, which includes all the particulars of the shareholders such as the name, folio number/ DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the minutes of the meeting is approved and signed.



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**Summary of Postal Ballot of Resolution 1**

Promoter/P ublic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= $\{2\}/\{1\} * 100$	No. of votes- In favour (4)	No. of votes- again st (5)	% of votes in favour on votes polled (6)- $\{4\}/\{2\} * 100$	% of votes against on votes polled (7) = $\{5\}/\{2\}$
Promoter and Promoter Group	743519	743519	100 %	743519	NIL	100 %	NIL
Public others	256481	47434	18.49 %	47434	NIL	100 %	NIL
<b>Total</b>	<b>10,00,000</b>	<b>790953</b>	<b>79.10 %</b>	<b>790953</b>	NIL	100 %	NIL

PLACE : KOLKATA  
DATE : 25/04/2019



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**PRACTISING COMPANY SECRETARY**

**M.NO. F 7226**  
**CP NO. 20897**