

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the 112th Annual General Meeting of IMC Chamber of Commerce and Industry (Formerly: Indian Merchants' Chamber) ("the Chamber") held through video conferencing / other audio visual means on Friday, 10th July, 2020 at 5:00 p.m. at Babubhai Chinai Committee Room, 2nd Floor, IMC Building, IMC Marg, Churchgate, Mumbai 400020

To,
Mr. Rajiv Podar, Chairman
IMC Chamber of Commerce and Industry
(Formerly: Indian Merchants' Chamber)
LNM IMC Building, P.B. 11211
Churchgate, Mumbai 400020

Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and e-voting done at the Annual General Meeting according to the e-voting system provided by the Chamber in terms of Circulars issued by the Ministry of Corporate Affairs

Dear Sir,

The Managing Committee of IMC Chamber of Commerce and Industry (Formerly: Indian Merchants' Chamber) (hereinafter referred to as "**the Chamber**") appointed me on June 15, 2020 as the Scrutinizer for the Remote E-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and also to scrutinize the e-voting done by the members of the Chamber at the Annual General Meeting who participated through video conferencing / other audio visual means (VC / OAVM) as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars").

The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID-19 pandemic.

Report on Scrutiny:

- The Chamber had appointed Central Depository Services Limited ("**CDSL**") as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the Chamber who participated in the AGM through VC / OAVM.
- CDSL had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Chamber, which was held on Friday, 10th July, 2020.

- CDSL had set up electronic voting facility (remote e-voting and e-voting at the AGM) on their website, <https://www.evotingindia.com>. The Chamber had uploaded all the items of the business to be transacted at the AGM on the website of the Chamber and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The **Cut-off date** for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **31st January, 2020**.
- The Remote E-Voting facility was open from **Sunday, 5th July, 2020 at 9.00 A.M. to Thursday, 9th July, 2020 at 5:00 P.M.**
- At the end of the voting period on 9th July, 2020 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith.
- At the AGM of the Chamber, the facility to vote through electronic mode was provided to facilitate those members attending the meeting through VC / OAVM but could not cast their votes by availing the Remote E-voting facility.
- The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the CDSL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes through remote e-voting facility.
- The votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote E-Voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Ms. Rachana Popat and Mr. Jugal Popat who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
- After counting the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the Members through both the mode (remote e-voting and e-voting at the AGM).
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-Voting at the AGM done through E-Voting system by the members attended through VC / OAVM, the details of which are as follows:

Details	Remote E-voting	E-voting at the AGM	Total voting
Number of members who casted their votes	13	12	25
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid / Abstained	As mentioned under each of the Resolution(s) mentioned hereunder		

Note:

Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and E-voting at the AGM.

The results of the Remote E-voting on each item of business together with that of the E-voting at the AGM are as under:

ORDINARY BUSINESS:**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To consider, receive and adopt the audited financial statement of the Chamber for the financial year ended 31st March, 2020 together with the reports of Board of Directors (“Managing Committee”) and Auditors thereon

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of members	% age	Number of members	% age	Number of members
Remote E-voting	13	100	-	-	-
E-Voting at the AGM	12	100	-	-	-
TOTAL	25	100	-	-	-

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To record the declaration of the result of election of the Office-Bearer(s) and Members of the Managing Committee of the Chamber for the year 2020-21

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of members	% age	Number of members	% age	Number of members
Remote E-voting	13	100	-	-	-
E-Voting at the AGM	12	100	-	-	-
TOTAL	25	100	-	-	-

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To ratify the appointment of M/s. Dayal & Lohia, Chartered Accountants (FRN: 102200W) as Auditors of the Chamber and fix their remuneration

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of members	% age	Number of members	% age	Number of members
Remote E-voting	13	100	-	-	-
E-Voting at the AGM	12	100	-	-	-
TOTAL	25	100	-	-	-

SPECIAL BUSINESS:

IV) Item No.4 of the Notice (As an Ordinary Resolution):

To appoint Mr. Atul Kantilal Nishar (holding DIN: 00307229) as a Director of the Chamber

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstain Votes
	Number of members	% age	Number of members	% age	Number of members
Remote E-voting	13	100	-	-	-
E-Voting at the AGM	12	100	-	-	-
TOTAL	25	100	-	-	-

All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under Remote E-voting and E-Voting done by the members of the Chamber at the Annual General Meeting with the requisite majority and hence deemed to have been passed at the AGM.

I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote E-Voting and E-Voting done by the members of the Chamber at the Annual General Meeting. All the relevant records relating to remote e-voting and e-voting at the AGM will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over to the Chairman / Director-General of the Chamber for safe keeping.

Thanking you,

Yours faithfully,
For JSP Associates

Countersigned by:
For IMC Chamber of Commerce and Industry

Jatin S. Popat
Proprietor
FCS 4047 / CoP 6880

Rajiv Podar, Chairman
DIN: 00086172

Place: Mumbai
Date: 11th July, 2020