

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practicing Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## **CONSOLIDATED SCRUTINIZER'S REPORT**

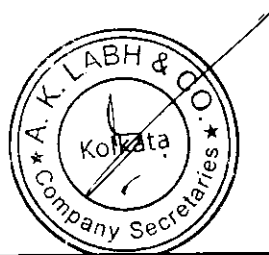
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman  
of the 66<sup>th</sup> Annual General Meeting of  
Gobind Sugar Mills Limited  
9/1, R. N. Mukherjee Road  
Kolkata - 700001  
West Bengal**

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 66<sup>th</sup> Annual General Meeting of the members of “*Gobind Sugar Mills Limited*” (“*Company*”) held on Friday, 10<sup>th</sup> August, 2018 at Texmaco House, Belgharia, Kolkata – 700056 at 02.45 P.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 23<sup>rd</sup> May, 2018. My responsibility as a scrutinizer for the remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. Link Intime India Pvt. Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



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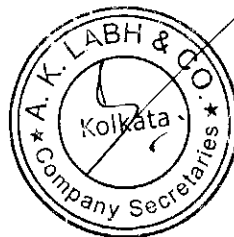
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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 10.00 A.M. IST on Monday, the 6<sup>th</sup> August, 2018 up to 5.00 P.M. IST on Thursday, the 9<sup>th</sup> August, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 3<sup>rd</sup> August, 2018 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice dated 23<sup>rd</sup> May, 2018 of the Annual General Meeting of the Company.
3. Preference Shareholders of the Company were also provided the facility to cast their vote in terms of Section 47 of the Companies Act, 2013.
4. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
5. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
6. The votes were unblocked on Friday, the 10<sup>th</sup> August, 2018 around 03:45 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Ms. Priti Priya Singh residing at 8/A, Kailash Saha Lane, Kolkata – 700007, West Bengal who are not in employment of the Company.
7. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
8. The combined result of the remote e-voting [EVSN : 180702024] and votes casted through physical ballot papers distributed at the AGM venue by Equity Shareholders are as under:



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## <A> ORDINARY BUSINESS:

### a) Resolution 1

*To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2018 including Audited Balance Sheet for the financial year ended 31st March, 2018 and the Statement of Profit and Loss Account for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon*

#### (i) Voted in favour of the Resolution:

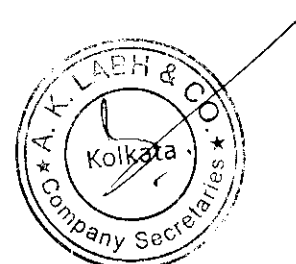
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	1995642	
Voting by ballot	22	80064	
<b>Total</b>	<b>31</b>	<b>2075706</b>	<b>100.00%</b>

#### (ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

#### (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1680642



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## b) Resolution 2

*To appoint a Director in place of Mr. N. Suresh Krishnan (DIN: 00021965), who retires by rotation and is eligible for re-appointment*

*(i) Voted in favour of the Resolution:*

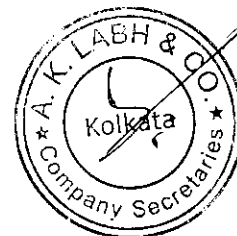
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	9	1995642	
Voting by ballot	22	80064	
<b>Total</b>	<b>31</b>	<b>2075706</b>	<b>100.00%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1680642



**<B> SPECIAL BUSINESS:****c) Resolution 3 : Ordinary Resolution*****Appointment and Remuneration of Cost Auditor for the financial year ending 31st March, 2019******(i) Voted in favour of the Resolution:***

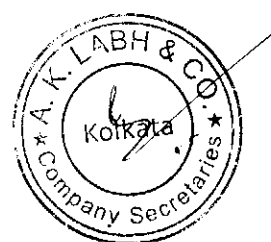
<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	9	1995642	
Voting by ballot	22	80064	
<b>Total</b>	<b>31</b>	<b>2075706</b>	<b>100.00%</b>

***(ii) Voted against the Resolution:***

<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

***(iii) Invalid Votes:***

<b><i>Total number of members whose votes were declared invalid</i></b>	<b><i>Total number of votes cast by them</i></b>
4	1680642



**d) Resolution 4 : Special Resolution****Re-appointment of Mr. R. S. Raghavan (DIN: 00362555) as Managing Director of the Company for a period of 3 years from 28th August 2018 till 27th August 2021***(i) Voted in favour of the Resolution:*

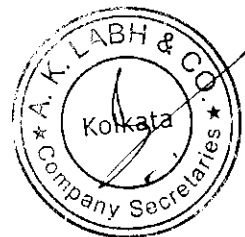
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	9	1995642	
Voting by ballot	22	80064	
<b>Total</b>	<b>31</b>	<b>2075706</b>	<b>100.00%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1680642



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9. The result of the voting by Preference shareholders through physical ballot papers distributed at the AGM venue is as under:

<A> **ORDINARY BUSINESS:**

**a) Resolution 1**

***To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2018 including Audited Balance Sheet for the financial year ended 31st March, 2018 and the Statement of Profit and Loss Account for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon***

***(i) Voted in favour of the Resolution:***

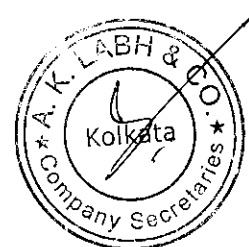
<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	0	0	
Voting by ballot	5	125759368	
<b>Total</b>	<b>5</b>	<b>125759368</b>	<b>100.00%</b>

***(ii) Voted against the Resolution:***

<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

***(iii) Invalid Votes:***

<b><i>Total number of members whose votes were declared invalid</i></b>	<b><i>Total number of votes cast by them</i></b>
0	0



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## b) Resolution 2

*To appoint a Director in place of Mr. N. Suresh Krishnan (DIN: 00021965), who retires by rotation and is eligible for re-appointment*

(i) *Voted in favour of the Resolution:*

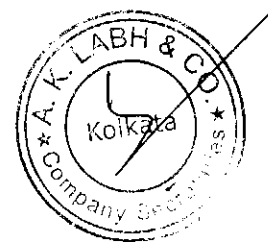
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	5	125759368	
<b>Total</b>	<b>5</b>	<b>125759368</b>	<b>100.00%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0





**<B> SPECIAL BUSINESS:****c) Resolution 3 : Ordinary Resolution*****Appointment and Remuneration of Cost Auditor for the financial year ending  
31st March, 2019******(i) Voted in favour of the Resolution:***

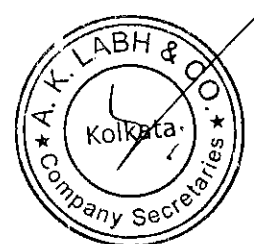
<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	0	0	
Voting by ballot	5	125759368	
<b>Total</b>	<b>5</b>	<b>125759368</b>	<b>100.00%</b>

***(ii) Voted against the Resolution:***

<b><i>Mode of voting</i></b>	<b><i>Number of Members voted</i></b>	<b><i>Number of votes cast by them</i></b>	<b><i>% of total number of valid votes cast</i></b>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

***(iii) Invalid Votes:***

<b><i>Total number of members whose votes were declared invalid</i></b>	<b><i>Total number of votes cast by them</i></b>
0	0



**d) Resolution 4 : Special Resolution**

**Re-appointment of Mr. R. S. Raghavan (DIN: 00362555) as Managing Director of the Company for a period of 3 years from 28th August 2018 till 27th August 2021**

*(i) Voted in favour of the Resolution:*

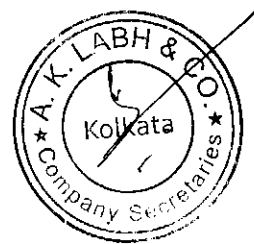
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	5	125759368	
<b>Total</b>	<b>5</b>	<b>125759368</b>	<b>100.00%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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10. All the resolutions proposed hereinabove have been passed unanimously.
11. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
Company Secretaries

  
(CS A. K. LABH)  
Practicing Company Secretary  
FCS – 4848 / CP No. - 3238



Place: Kolkata

Dated: 11.08.2018

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*Witness :*

1. *Amrita Sampat*

(Amrita Sampat)

59, Kalicharan Ghosh Road  
Kolkata – 700 050

2. *Priti Priya Singh*

(Priti Priya Singh)

8/A, Kailash Saha Lane  
Kolkata – 700007



Received the Report of the Scrutinizer  
For Gobind Sugar Mills Limited

(Laxman Aggarwal)  
Company Secretary