



**Consolidated Report of the Scrutinizer on remote e-voting and voting by physical ballot
conducted at the 26th Annual General Meeting of Technocraft Industries (India) Limited”
held on Friday, September 28, 2018**

To,
The Chairman
Technocraft Industries (India) Limited
[CIN L28120MH1992PLC069252]

26th Annual General Meeting (“AGM”) of the Equity Shareholders of “**Technocraft Industries (India) Limited**” held on Friday, September 28, 2018 at 11.00 a.m. at A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai - 400093

Dear Sir,

I, Nitesh Jain of Nitesh Jain & Co. Company Secretaries, Navi Mumbai, have been appointed by the Board of Directors of **Technocraft Industries (India) Limited (“Company”)** at their meeting held on August 10, 2018 as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing the remote e-voting process and voting by physical ballot forms received from the members at the 26th AGM of the Equity Shareholders of held on Friday, September 28, 2018 at 11.00 a.m. at A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai, 400093. I hereby submit my report as under:

The management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Listing Agreement relating to remote e-voting and physical ballot voting on the resolutions contained in the Notice of 26th AGM of the Equity Shareholders of Company. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting as well as by physical ballot at the meeting are conducted in a fair and transparent manner and rendered consolidated Scrutinizer report of the total vote cast in favour or against to the Chairman on the resolutions, based on the report generated from the remote e-voting system provided by NSDL and the report generated for voting by use of ballots at the meeting.

Report on Scrutiny:

- The Annual Report containing the Notice of AGM was sent by electronic mode to those members whose e-mail ids were registered with the depository participants and for other members, physical copy of Annual Report containing the notice was sent by permitted mode.
- The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of remote e-voting to the members of the company.



- The service Provider had provided a system for recording the votes of the members electronically on all the items of the business (both ordinary and special businesses) sought to be transacted in the 26th AGM of “**Technocraft Industries (India) Limited**” which was held on Friday, September 28, 2018.
- The remote e-voting period was opened from 9.00 A.M. on Tuesday 25th September, 2018 upto 5.00 P.M. on Thursday, 27th September, 2018.
- The cut-off date for the purpose of identifying the members who were entitled to vote on the resolutions placed for approval of the members was Friday, September 21, 2018.
- After the announcement of voting by the chairman, one ballot box kept for polling was locked in my presence.
- On completion of voting at the meeting, the locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and share transfer agent of the Company and authorisations lodged with the Company.
- I did not find any ballot / poll papers invalid.
- After counting of the votes conducted at the venue of the AGM, through ballot paper, the vote cast through remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses Ms. Sejal Deshmukh and Mr. Kishan Kumavat, who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

[Sejal Deshmukh]

[Kishan Kumavat]

- Thereafter, the details of equity shareholders, who voted "For" or "Against" each of the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>
- The consolidated result of remote e-voting and Poll held at the aforesaid AGM is as follow:



Item No. 1: (Ordinary Resolution): Adoption of the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	34	18233629	5	240	39	18233869	100.00
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 2: (Ordinary Resolution): Re -appointment of Mr. Atanu Anil Choudhary, (DIN 02368362), Director retiring by rotation.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	31	18233290	5	240	36	18233530	99.99
Voted Against	3	339	0	0	3	339	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 3: (Ordinary Resolution): Re -appointment of Mr. Navneet Kumar Saraf (DIN 00035686), Director retiring by rotation.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	32	18233371	5	240	37	18233611	99.99
Voted Against	2	258	0	0	2	258	0.01
Abstain / Invalid	1	15	0	0	1	15	0



Item No. 4: (Special Resolution): Appointment of appointment of Mr. Aubrey Ignatius Rebello, as Independent Director (DIN 08091710) of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	33	18233391	5	240	38	18233631	99.99
Voted Against	1	238	0	0	1	238	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 5: (Ordinary Resolution): Ratification of the remuneration of the Cost Auditors viz. M/s. NKJ & Associates., Cost Accountants, for the financial year ending March 31, 2019:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	31	18232815	5	240	36	18233055	99.99
Voted Against	2	273	0	0	2	273	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 6: (Ordinary Resolution): Approval/ ratification for entering into transactions with AAIT/Technocraft Scaffold Distribution LLC FZE, a step down subsidiary:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	21	312555	5	240	26	312795	99.9
Voted Against	1	238	0	0	1	238	0.1
Abstain / Invalid	1	15	0	0	1	15	0



Item No. 7: (Special Resolution): Re- appointment of Mr. Sudarshan Kumar Saraf as a Managing Director of the Company for a period of five years.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	28	18233063	5	240	33	18233303	99.99
Voted Against	6	566	0	0	6	566	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 8: (Special Resolution): for continuation of the directorship of Mr. Jagdeeshmal Mehta who has attained the age of seventy five years.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	27	18233048	5	240	32	18233288	99.99
Voted Against	7	581	0	0	7	581	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Item No. 9: (Special Resolution): for continuation of the directorship of Mr. Vishwambar C. Saraf who has attained the age of seventy five years.

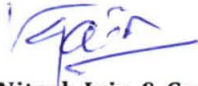
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	27	18233048	5	240	32	18233288	99.99
Voted Against	7	581	0	0	7	581	0.01
Abstain / Invalid	1	15	0	0	1	15	0

Based on the aforesaid results the Ordinary Resolutions as contained in item nos. 1, 2, 3, 5, 6 and Special Resolution in item nos. 4, 7, 8, 9 of the Notice dated August 10, 2018, have been deemed to be passed with requisite majority as on the date of AGM.



The registers and all other papers relating to voting by electronic means and ballot papers shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary, for safe keeping.

**Thanking You,
Yours faithfully,**



**For Nitesh Jain & Co.
Company Secretaries**



To be countersigned by the Chairman

**Nitesh Jain
Proprietor
FCS - 6069
C.P. No. 8582**

Date: September 28, 2018
Place: Mumbai

Date: September 28, 2018
Place: Mumbai