

**FORM No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
EICL Ltd

Fifty Fifth Annual General Meeting of the Equity Shareholders of EICL Limited held at  
11.00 A.M. on Friday ,21<sup>st</sup> June 2019 at Synergy Hall Hycinth Hotel, Manorama  
Road, Thampanoor, Thiruvananthapuram - 695 001 .

DearSir,

I , V.Viswanathan, Partner, Gopimohan Satheesan & Associates, Practicing Company  
Secretaries, have been appointed as Scrutinizer.

1. for the E- voting under the provisions of Section 108 of the Companies Act 2013  
read with Rule 20 of the Companies (Management& Administration) Rules 2014.
2. for the poll under the provisions of Sec 109 of the 2013 Act read with Rule 21 of  
the said Rules on the resolutions, contained in the notice of the 55th Annual  
General Meeting of the Equity Shareholders of EICL Limited, held at 11.00 A.M.  
on Friday , 21<sup>st</sup> June 2019 at Synergy Hall Hycinth Hotel, Manorama Road,  
Thampanoor, Thiruvananthapuram - 695 001.

1. The management of the company is responsible to ensure the compliance with the  
requirements of the Companies Act 2013 and the Rules relating to voting for the resolutions  
contained in the notice of the AGM. My responsibility as a scrutinizer for the voting process  
is restricted to make a consolidated Scrutinizer's Report of the votes cast " in favour" or  
"against" the resolutions stated above.

2.On the date of the poll i.e. on 21<sup>st</sup>June, 2019 a ballot box which could not be opened except  
by key which was kept in my custody. After the meeting, the lock was opened by me using  
the key, and in the presence of two witnesses who were not in the employment of the  
Company. Thereafter, the poll papers were diligently scrutinized. The poll papers were  
reconciled with the records maintained by the Registrar and Transfer Agents of the  
Company and the authorizations lodged with the Company. The votes cast through remote  
e-voting were unblocked in the presence of two witnesses who are not in employment of the

Company on 21<sup>st</sup> June, 2019. Thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses who are not in employment of the Company.

3. I did not find any poll papers invalid.

4. The result of the Poll is as under:

**(1) to receive, consider and adopt the Audited Financial Statements, along with the Boards Report and Auditors Report thereon for the Financial Year ended 31st March, 2019.**

(i) Voted in favour of the resolution:

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 36                      | 46102556                     | 100                              |
| Evoting  | 6                       | 758                          | 100                              |
| <b>Total</b>                                       | <b>42</b>               | <b>46103314</b>              | <b>100</b>                       |

ii) Voted against the resolution

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 0                       | 0                            | 0                                |
| Evoting  | 0                       | 0                            | 0                                |
| <b>Total</b>                                       | <b>0</b>                | <b>0</b>                     | <b>0</b>                         |

iii) Invalid votes:

| Particulars   | Total number of votes cast by them |
|---|------------------------------------|
| Number of members who voted in person (or by proxy) whose votes were declared invalid | 0                                  |
| Number of members who e-voted whose votes were declared invalid                       | 0                                  |
| <b>Total</b>  | <b>0</b>                           |

**(2) To consider the appointment of Mr. Karan Thapar (DIN: 00004264) as a Director liable to retire by rotation of the Company being eligible, offers himself for re-appointment.**



(i) Voted in favour of the resolution:

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes    |
|--|-------------------------|------------------------------|-------------------------------------|
| Physical voting (both in person and through proxy) | 36                      | 46102556                     | 100                                 |
| Evoting  | 5                       | 533                          | 70.32 (out of total e-voted shares) |
| <b>Total</b>                                       | <b>41</b>               | <b>46103089</b>              | <b>99.99</b>                        |

ii) Voted against the resolution

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes    |
|--|-------------------------|------------------------------|-------------------------------------|
| Physical voting (both in person and through proxy) | 0                       | 0                            | 0                                   |
| Evoting  | 1                       | 225                          | 29.68 (out of total e-voted shares) |
| <b>Total</b>                                       | <b>1</b>                | <b>225</b>                   | <b>.0001</b>                        |

iii) Invalid votes:

| Particulars   | Total number of votes cast by them |
|---|------------------------------------|
| Number of members who voted in person (or by proxy) whose votes were declared invalid | 0                                  |
| Number of members who e-voted whose votes were declared invalid                       | 0                                  |
| <b>Total</b>  | <b>0</b>                           |

(3) To waive off the excess remuneration paid to Mr. Suresh Kumar Jain for the Financial Year 2018-19.

(i) Voted in favour of the resolution:

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes    |
|--|-------------------------|------------------------------|-------------------------------------|
| Physical voting (both in person and through proxy) | 36                      | 46102556                     | 100                                 |
| Evoting  | 5                       | 713                          | 94.63 (out of total e-voted shares) |
| <b>Total</b>                                       | <b>41</b>               | <b>46103269</b>              | <b>99.99</b>                        |



ii) Voted against the resolution

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes   |
|--|-------------------------|------------------------------|------------------------------------|
| Physical voting (both in person and through proxy) | 0                       | 0                            | 0                                  |
| Evoting  | 1                       | 45                           | 5.93 (out of total e-voted shares) |
| <b>Total</b>                                       | <b>1</b>                | <b>45</b>                    | <b>.00001</b>                      |

iii) Invalid votes:

| Particulars   | Total number of votes cast by them |
|---|------------------------------------|
| Number of members who voted in person (or by proxy) whose votes were declared invalid | 0                                  |
| Number of members who e-voted whose votes were declared invalid                       | 0                                  |
| <b>Total</b>  | <b>0</b>                           |

**(4) Re-appointment of Mr. Suresh Kumar Jain (DIN: 00003500) as the Whole-time Director, designated as the Executive Director of the Company.**

(i) Voted in favour of the resolution:

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 36                      | 46102556                     | 100                              |
| Evoting  | 6                       | 758                          | 100                              |
| <b>Total</b>                                       | <b>42</b>               | <b>46103314</b>              | <b>100</b>                       |

ii) Voted against the resolution

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 0                       | 0                            | 0                                |
| Evoting  | 0                       | 0                            | 0                                |
| <b>Total</b>                                       | <b>0</b>                | <b>0</b>                     | <b>0</b>                         |



iii) Invalid votes:

| Particulars   | Total number of votes cast by them |
|---|------------------------------------|
| Number of members who voted in person (or by proxy) whose votes were declared invalid | 0                                  |
| Number of members who e-voted whose votes were declared invalid                       | 0                                  |
| Total   | 0                                  |

(5) To ratify the remuneration of the Cost Auditors for the Financial Year ended 31<sup>st</sup> March, 2019.

(i) Voted in favour of the resolution:

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 36                      | 46102556                     | 100                              |
| Evoting  | 6                       | 758                          | 100                              |
| Total  | 42                      | 46103314                     | 100                              |

ii) Voted against the resolution

| Particulars  | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|--|-------------------------|------------------------------|----------------------------------|
| Physical voting (both in person and through proxy) | 0                       | 0                            | 0                                |
| Evoting  | 0                       | 0                            | 0                                |
| Total  | 0                       | 0                            | 0                                |

iii) Invalid votes:

| Particulars   | Total number of votes cast by them |
|---|------------------------------------|
| Number of members who voted in person (or by proxy) whose votes were declared invalid | 0                                  |
| Number of members who e-voted whose votes were declared invalid                       | 0                                  |
| Total   | 0                                  |

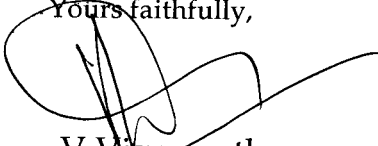


5. The compilation data containing a list of equity share holders who have who voted "FOR" and "AGAINST" each resolution is enclosed. None of the votes were declared invalid for any of the resolutions.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Place: Trivandrum  
Dated: 21<sup>st</sup> June 2019

Thanking you,  
Yours faithfully,



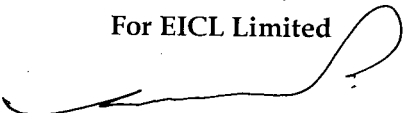
V. Viswanathan

Partner,  
Gopimohan Satheesan and Associates,  
CP: 10348



Countersigned by:

For EICL Limited



Vijay DEBAGH RAI - (Name)  
CHAIRMAN - (Designation)