

Mayank Arora & Co.

Company Secretaries

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FORM NO. MGT-13
SCRUTINIZER'S CONSOLIDATED REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of 23rd Annual General Meeting of **CRESCENT FINSTOCK LIMITED** held on Wednesday, September 30, 2020 at 03:00 P.M. (IST) through Video Conferencing ("VC") or other audio visual means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Crescent Finstock Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated 25th August 2020 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 23rd Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Wednesday, September 30, 2020 at 03:00 PM IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the

resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services of India Limited ("CDSL") the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Wednesday, September 23, 2020 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Sunday, September 27, 2020 (9.00 a.m. IST) to Tuesday, September 29, 2020 (5.00 p.m. IST)
- ii. The votes cast were unblocked on Wednesday, 30th September 2020 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Richa Chokhani and Ms. Kajal Khetani, who are not in the employment of the Company and/or CDSL. They have signed below in confirmation of the same.



Richa Chokhani



Kajal Khetani

- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
 - iii. The e-votes cast were unblocked on Wednesday, 30th September 2020 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To receive, consider and adopt: a) The Audited Standalone Ind AS Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Report of the Board of Directors and the Auditors thereon; and b) The Audited Consolidated Ind AS Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Report of the Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	6	2848784	99.99
Voting at AGM	0	0	0
Total	6	2848784	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	288	0.01
Voting at AGM	0	0	0
Total	2	288	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Mrs. Bharati Jain (DIN 00507526), who retires by rotation under the provisions of Companies Act 2013 and being eligible offers herself for re-appointment

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	3	206544	99.86
Voting at AGM	0	0	0
Total	3	206544	99.86

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	288	0.14
Voting at AGM	0	0	0
Total	2	288	0.14

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

Note: *Related Party votes are not considered in voting*

RESOLUTION NO 3: (AS A SPECIAL RESOLUTION)

Amendment to the Object Clause of the Memorandum of Association of the Company

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	6	2848784	99.99
Voting at AGM	0	0	0
Total	6	2848784	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	288	0.01
Voting at AGM	0	0	0
Total	2	288	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Approval and ratification for payment of Minimum remuneration to Mr. Chandramohan Jakhmola (DIN: 08005196), Wholetime Director of the Company for FY 2018-19 and FY 2019-20

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	6	2848784	99.99
Voting at AGM	0	0	0
Total	6	2848784	99.99

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	2	288	0.01
Voting at AGM	0	0	0
Total	2	288	0.01

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Nisha Joly (Company Secretary), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
10. The consolidated result of the votes cast (by Remote E-Voting and Voting at AGM) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

**For Mayank Arora & Co,
Company Secretaries**

**Mayank Arora
Proprietor
Place: Mumbai
Date: 30/09/2020**

For Crescent Finstock Limited



**Nisha Joly
Company Secretary and Compliance Officer**

UDIN: F010378B000824763

Annexure – 1

Consolidated result of voting (by remote e-voting and e-voting at AGM) for resolution numbers 1 to 4 of the Notice of the 23rd Annual General Meeting of “Crescent Finstock Limited” held on Wednesday, September 30, 2020 at 03:00 P.M (IST):-


Resol ution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Voting at AGM	Total	Remote E- voting	Voting at AGM	Total	%	Remote E-voting	Voting at AGM	Total	%
1.	2849072	0	100	2848784	0	2848784	99.99	288	0	288	0.01
2.	206832	0	100	206544	0	206544	99.86	288	0	288	0.14
3.	2849072	0	100	2848784	0	2848784	99.99	288	0	288	0.01
4.	2849072	0	100	2848784	0	2848784	99.99	288	0	288	0.01

**For MayankArora& Co.,
Company Secretaries**

**Mayank Arora
Proprietor
Place: Mumbai
Date: 30/09/2020**

UDIN: F010378B000824763

For Crescent Finstock Limited


**Nisha Joly
Company Secretary and Compliance Officer**