

A. K. Verma & Co. Company Secretaries

Date: 27.06.2018

To

The Chairman
F Mec International Financial Services Limited
IInd Floor, Central Bank Building
13- B Netaji Subhash Marg
Daryaganj- 110002

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through remote e-voting and physical voting in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 issued there under and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015

A. I, Ashok Kumar Verma, Partner of A. K. Verma & Co, Practicing Company Secretary, appointed as an Scrutinizer to the 1st Extraordinary General Meeting (EGM) of Fmec International Financial Services Limited for the Financial Year 2018-2019 in the meeting of Board of Directors of the Company held on 18th May, 2018 to conduct the following:-

Remote e-voting process and to scrutinize the physical ballot forms received from the shareholders of the Company pursuant to provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014.

B. The Company had availed the remote e-voting facility provided by Central Depository Services Limited (CDSL) for conduction of e-voting by the shareholders.

C. The remote e-voting commenced on Thursday 21st June, 2018 from 9:00 A.M. till Saturday 23rd June, 2018 till 05:00 PM and remote e-voting through CDSL was blocked thereafter.



D. The votes cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of EGM, the votes cast there under was counted. Votes cast

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through show of hands at the EGM on Monday, 25th June, 2018 as noted by the Scrutinizer were considered.

- E. The Company had also arranged for voting by physical ballot forms for the members who were present in the Extraordinary General Meeting held on 25th June, 2018. However, the Chairman of the meeting ordered voting by show of Hands at the meeting on account of presence of 8 members only which is in consonance with the provisions of Law.
- F. After the closure of the voting at the Extraordinary General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and the data recorded at the meeting as regards voting conducted by show of hands.
- H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting through show of hands in respect of the below mentioned resolutions:-

VOTING RESULTS

Date of EGM	June 25 th , 2018
Total No. of Shareholders on cutoff date (18.06.2018)	532
No. of Shareholders present in the meeting either in person or through proxy	8
Promoters and Promoters Group :	4
Public:	4
No. of Shareholders who attended the meeting through video conferencing	
Promoters and Promoters Group :	0
Public	0
Agenda wise disclosure (to be disclosure separately for each agenda item)	Not Applicable



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Details of Agenda

Item No. 1: To increase the Borrowing Limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes caste	% of votes caste on outstanding shares	No. of votes – in favor	No. of votes against	% of votes in favor on votes caste	% of votes against on votes caste
		1	2	$3 = \frac{(2)/(1)}{100} * 100$	4	5	$6 = \frac{(4)/(2)}{100} * 100$	$7 = \frac{(5)/(2)}{100} * 100$
Promoter and Promoter Group	Remote e-voting	1032350	0	0	0	0	0	0
	Show of Hands		714575	69.22	714575	0	100	0
	Total	1032350	714575	69.22	714575	0	100	
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	Show of Hands		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068350	0	0	0	0	0	0
	Show of Hands		23303	1.13	23303	0	100	0
	Total	2068350	23303	1.13	23303	0	100	0
Total		3100700	737878	23.80	737878	0	100	0



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Item No. 2: To create security on the properties of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its and its Power) Rules, 2014 as per the enhanced limit under section 180(1)(c) of the Companies Act, 2013

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes caste	% of votes polled on outstanding shares	No. of votes – in favor	No. of votes against	% of votes in favor on votes caste	% of votes against on votes caste
		1	2	$3 = \frac{(2)/(1)}{100} * 100$	4	5	$6 = \frac{(4)/(2)}{100} * 100$	$7 = \frac{(5)/(2)}{100} * 100$
Promoter and Promoter Group	Remote e-voting	1032350	0	0	0	0	0	0
	Show of Hands		714575	69.22	714575	0	100	0
	Total	1032350	714575	69.22	714575	0	100	0
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	Show of Hands		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068350	0	0	0	0	0	0
	Show of Hands		23303	1.13	23303	0	0	0
	Total	2068350	23303	1.13	23303	0	100	0
Total		3100700	737878	23.80	737878	0	100	0



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Item No. 3: To increase the investment limits of the Company pursuant to section 186 of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes caste	% of votes polled on outstanding shares	No. of votes – in favor	No. of votes against	% of votes in favor on votes caste	% of votes against on votes caste
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032350	0	0	0	0	0	0
	Show of Hands		714575	69.22	714575	0	100	0
	Total	1032350	714575	69.22	714575	0	100	0
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	Show of Hands		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068350	0	0	0	0	0	0
	Show of Hands		23303	1.13	23303	0	100	0
	Total	2068350	23303	1.13	23303	0	100	0
Total		3100700	737878	23.80	737878	0	100	0

Based on above e-voting and voting by show of hands, all the aforesaid special resolutions were passed unanimously by the shareholders.

For A. K. Verma & Co.
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Ashok Kumar Verma
Senior Partner
FCS: 3945 COP: 2568



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