

# A. K. Verma & Co. Company Secretaries

Date: 25.09.2017

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 ballot forms in terms of provisions of Section 108 of the Companies Act, 2013 read with rules issued there under and the applicable provisions of the SEBI (LODR) Regulation, 2015**

- A. I, Ashok Kumar Verma, Partner of A. K. Verma & Co, Practicing Company Secretary, appointed as an Scrutinizer to the AGM in the meeting of Board of Directors of the company held on 11<sup>th</sup> August, 2017 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 21<sup>st</sup> September, 2017 from 9 A.M. till Saturday 23<sup>rd</sup> September, 2017 till 5 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 AGM, the votes cast there under was counted. Votes cast through physical ballot forms received up to 12.10 PM on Sunday, 24<sup>th</sup> September, 2017 were considered.

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# A. K. Verma & Co.

## Company Secretaries

- E. The Company had also provided voting by physical ballot forms to the members who were present in the Annual General Meeting held on 24<sup>th</sup> September, 2017.
- F. After the closure of the voting at the Annual 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 physical ballot forms received respectively.
- 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 physical ballot forms in respect of the said resolution:-

### VOTING RESULTS

|  |                                   |
|--|-----------------------------------|
| Date of AGM  | September 24 <sup>th</sup> , 2017 |
| Total No. of Shareholders on cutoff date (17.09.2017)                        | 532                               |
| No. of Shareholders present in the meeting either in person or through proxy | 19                                |
| Promoters and Promoters Group :  | 1                                 |
| Public:  | 18                                |
| 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 adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 including audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss Account for the financial year ended on that date and the Reports of the Directors and Auditors thereon.

Resolution required: Ordinary Resolution

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

| Category                    | Mode of Voting  | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favor | No. of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|-----------------------------|-----------------|--------------------|---------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
|                             |                 | 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 | 365375             | 137550              | 37.65                                   | 137550                  | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 18500               | 5.06                                    | 18500                   | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>365375</b>      | <b>156050</b>       | <b>42.71</b>                            | <b>156050</b>           | <b>0</b>             | <b>100</b>                          |                                    |
| Public Institutions         | Remote e-voting | 0                  | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | Ballot          |                    | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | <b>Total</b>    | <b>0</b>           | <b>0</b>            | <b>0</b>                                | <b>0</b>                | <b>0</b>             | <b>0</b>                            | <b>0</b>                           |
| Public-Non Institutions     | Remote e-voting | 2735325            | 103                 | .0038                                   | 103                     | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 726875              | 26.57                                   | 726875                  | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>2735325</b>     | <b>726978</b>       | <b>26.58</b>                            | <b>726978</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |
| <b>Total</b>                |                 | <b>3100700</b>     | <b>883028</b>       | <b>28.48</b>                            | <b>883028</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |

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**Item No. 2: Re-appointment of Mr. Bimal Aggarwal, (DIN: 00361883) as Director of the company, who retires by rotation.**

**Resolution required: Ordinary Resolution**

**Whether promoter/ promoter group are interested in the agenda/ resolution: Yes**

| Category                    | Mode of Voting  | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favor | No. of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|-----------------------------|-----------------|--------------------|---------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
|                             |                 | 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 | 365375             | 137550              | 37.65                                   | 137550                  | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 18500               | 5.06                                    | 18500                   | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>365375</b>      | <b>156050</b>       | <b>42.71</b>                            | <b>156050</b>           | <b>0</b>             | <b>100</b>                          |                                    |
| Public Institutions         | Remote e-voting | 0                  | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | Ballot          |                    | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | <b>Total</b>    | <b>0</b>           | <b>0</b>            | <b>0</b>                                | <b>0</b>                | <b>0</b>             | <b>0</b>                            | <b>0</b>                           |
| Public-Non Institutions     | Remote e-voting | 2735325            | 103                 | .0038                                   | 103                     | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 726875              | 26.57                                   | 726875                  | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>2735325</b>     | <b>726978</b>       | <b>26.58</b>                            | <b>726978</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |
| <b>Total</b>                |                 | <b>3100700</b>     | <b>883028</b>       | <b>28.48</b>                            | <b>883028</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |



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Item No. 3: To ratify appointment and terms of appointment of M/s Sanjay K Singhal & Co. (Chartered Accountant) as Statutory Auditor for the Financial Year 2017-18.

Resolution required: Ordinary Resolution

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

| Category                    | Mode of Voting  | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favor | No. of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|-----------------------------|-----------------|--------------------|---------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
|                             |                 | 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 | 365375             | 137550              | 37.65                                   | 137550                  | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 18500               | 5.06                                    | 18500                   | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>365375</b>      | <b>156050</b>       | <b>42.71</b>                            | <b>156050</b>           | <b>0</b>             | <b>100</b>                          |                                    |
| Public Institutions         | Remote e-voting | 0                  | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | Ballot          |                    | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | <b>Total</b>    | <b>0</b>           | <b>0</b>            | <b>0</b>                                | <b>0</b>                | <b>0</b>             | <b>0</b>                            | <b>0</b>                           |
| Public-Non Institutions     | Remote e-voting | 2735325            | 103                 | .0038                                   | 103                     | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 726875              | 26.57                                   | 726875                  | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>2735325</b>     | <b>726978</b>       | <b>26.58</b>                            | <b>726978</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |
| <b>Total</b>                |                 | <b>3100700</b>     | <b>883028</b>       | <b>28.48</b>                            | <b>883028</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |



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**Item No. 4: Appointment of Secretarial Auditor for the Financial Year 2017-18.**

**Resolution required: Ordinary Resolution**

**Whether promoter/ promoter group are interested in the agenda/ resolution: NO**

| Category                    | Mode of Voting  | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favor | No. of votes against | % of votes in favor on votes polled | % of votes against on votes polled |
|-----------------------------|-----------------|--------------------|---------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
|                             |                 | 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 | 365375             | 137550              | 37.65                                   | 137550                  | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 18500               | 5.06                                    | 18500                   | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>365375</b>      | <b>156050</b>       | <b>42.71</b>                            | <b>156050</b>           | <b>0</b>             | <b>100</b>                          |                                    |
| Public Institutions         | Remote e-voting | 0                  | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | Ballot          |                    | 0                   | 0                                       | 0                       | 0                    | 0                                   | 0                                  |
|                             | <b>Total</b>    | <b>0</b>           | <b>0</b>            | <b>0</b>                                | <b>0</b>                | <b>0</b>             | <b>0</b>                            | <b>0</b>                           |
| Public-Non Institutions     | Remote e-voting | 2735325            | 103                 | .0038                                   | 103                     | 0                    | 100                                 | 0                                  |
|                             | Ballot          |                    | 726875              | 26.57                                   | 726875                  | 0                    | 100                                 | 0                                  |
|                             | <b>Total</b>    | <b>2735325</b>     | <b>726978</b>       | <b>26.58</b>                            | <b>726978</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |
| <b>Total</b>                |                 | <b>3100700</b>     | <b>883028</b>       | <b>28.48</b>                            | <b>883028</b>           | <b>0</b>             | <b>100</b>                          | <b>0</b>                           |

Based on above e-voting and physical Ballot forms, all the aforesaid resolution were passed with unanimous consent by the shareholders.

For AK Verma & Co.  
Company Secretaries



*25/09/2017*  
Ashok Kumar Verma  
Senior Partner  
FCS: 3945  
COP: 2568

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