

# A. K. Verma & Co. Company Secretaries

Date: 23.09.2019

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 26<sup>th</sup> Annual General Meeting (AGM) in the meeting of Board of Directors of the Company held on 12<sup>th</sup> August, 2019 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 Wednesday 18<sup>th</sup> September, 2019 from 09:00 A.M. till Friday 20<sup>th</sup> September, 2019 till 05:00 P.M. 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 01:15 PM on Saturday, 21<sup>st</sup> September, 2019 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 21<sup>st</sup> September, 2019.
- F. After the closure of the voting at the Annual General Meeting, the report on e- voting done 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

<b>Date of AGM</b>	<b>September 21<sup>st</sup>, 2019</b>
<b>Total No. of Shareholders on cutoff date (16.08.2019)</b>	431
<b>No. of Shareholders present in the meeting either in person or through proxy or as Authorized Representative</b>	12
Promoters and Promoters Group :	3
Public:	9
<b>No. of Shareholders who attended the meeting through video conferencing</b>	
Promoters and Promoters Group :	0
Public	0
<b>Agenda wise disclosure (to be disclosed separately for each agenda item)</b>	Not Applicable



# A. K. Verma & Co. Company Secretaries

## Details of Agenda

**Item No. 1: To consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the year 31st March, 2019 together with the Board Report and Auditors' Report 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	1032350	317775	30.781	317775	0	100	0
	Ballot		639475	61.944	639475	0	100	0
	<b>Total</b>	<b>1032350</b>	<b>957250</b>	<b>92.725</b>	<b>957250</b>	<b>0</b>	<b>100</b>	<b>0</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	2068350	132427	6.403	132427	0	100	0
	Ballot		709900	34.322	709900	0	100	0
	<b>Total</b>	<b>2068350</b>	<b>842327</b>	<b>40.725</b>	<b>842327</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>3100700</b>	<b>1799577</b>	<b>58.038</b>	<b>1799577</b>	<b>0</b>	<b>100</b>	<b>0</b>



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**Item No. 2: To appoint a Director in place of Mr. Apoorve Bansal (DIN: 08052540) who retires by rotation and, being eligible, offers himself for re-appointment.**

**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	$3 = \frac{(2)}{(1)} \times 100$	4	5	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote e-voting	1032350	317775	30.781	317775	0	100	0
	Ballot		639475	61.944	639475	0	100	0
	<b>Total</b>	<b>1032350</b>	<b>957250</b>	<b>92.725</b>	<b>957250</b>	<b>0</b>	<b>100</b>	<b>0</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	2068350	132427	6.403	132427	0	100	0
	Ballot		709900	34.322	709900	0	100	0
	<b>Total</b>	<b>2068350</b>	<b>842327</b>	<b>40.725</b>	<b>842327</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>3100700</b>	<b>1799577</b>	<b>58.038</b>	<b>1799577</b>	<b>0</b>	<b>100</b>	<b>0</b>



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# A. K. Verma & Co. Company Secretaries

**Item No. 3: To approve Change in Name of the Company and subsequent alteration in the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company.**

**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 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	1032350	317775	30.781	317775	0	100	0
	Ballot		639475	61.944	639475	0	100	0
	<b>Total</b>	<b>1032350</b>	<b>957250</b>	<b>92.725</b>	<b>957250</b>	<b>0</b>	<b>100</b>	<b>0</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	2068350	132427	6.403	132427	0	100	0
	Ballot		709900	34.322	709900	0	100	0
	<b>Total</b>	<b>2068350</b>	<b>842327</b>	<b>40.725</b>	<b>842327</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>3100700</b>	<b>1799577</b>	<b>58.038</b>	<b>1799577</b>	<b>0</b>	<b>100</b>	<b>0</b>



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**Item No. 4: To approve alteration of Main Objects in the Memorandum of Association of the Company (MOA) of the Company.**

**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 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	$3 = \frac{(2)}{(1)} \times 100$	4	5	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote e-voting	1032350	317775	30.781	317775	0	100	0
	Ballot		639475	61.944	639475	0	100	0
	<b>Total</b>	<b>1032350</b>	<b>957250</b>	<b>92.725</b>	<b>957250</b>	<b>0</b>	<b>100</b>	<b>0</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	2068350	132427	6.403	132427	0	100	0
	Ballot		709900	34.322	709900	0	100	0
	<b>Total</b>	<b>2068350</b>	<b>842327</b>	<b>40.725</b>	<b>842327</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>3100700</b>	<b>1799577</b>	<b>58.038</b>	<b>1799577</b>	<b>0</b>	<b>100</b>	<b>0</b>



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# A. K. Verma & Co. Company Secretaries

**Item No. 5: To re-appoint M/s A. K. Verma & Co., Company Secretaries (Registration No., Unique Code- S1997DE019500) as Secretarial Auditor for the Financial Year 2019-2020.**

**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	1032350	317775	30.781	317775	0	100	0
	Ballot		639475	61.944	639475	0	100	0
	<b>Total</b>		<b>1032350</b>	<b>957250</b>	<b>92.725</b>	<b>957250</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>
Public-Non Institutions	Remote e-voting	2068350	132427	6.403	132427	0	100	0
	Ballot		709900	34.322	709900	0	100	0
	<b>Total</b>		<b>2068350</b>	<b>842327</b>	<b>40.725</b>	<b>842327</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>3100700</b>	<b>1799577</b>	<b>58.038</b>	<b>1799577</b>	<b>0</b>	<b>100</b>	<b>0</b>

Based on above e-voting and physical Ballot forms, all the above mentioned Ordinary as well as Special Resolutions were passed unanimously by the shareholders.



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Note : The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General meeting is done away with vide Notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs (MCA), New Delhi. Accordingly, no resolution was proposed for ratification of appointment of Statutory Auditors in this Annual General meeting of the Company, who were appointed in the Annual General Meeting held on 27<sup>th</sup> September, 2015.

For AK Verma & Co.  
Company Secretaries



Ashok Kumar Verma  
Senior Partner  
FCS: 3945  
COP: 2568