

H. M. CHORARIA

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii)
of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
of the 88th Annual General Meeting of the members of the
SALEM ERODE INVESTMENTS LIMITED
Registered Office:
14, Motilal Nehru Road, Kolkata 700 029,

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through Polling Paper and Remote e-voting on the resolutions proposed at the 88th Annual General Meeting of the Members of Salem Erode Investments Limited held at BHARATIYA BHASHA PARISHAD, 36A, Shakespeare Sarani, Kolkata – 700 017, on Monday, the 26th day of August 2019 at 11.00 A.M.

I, Hanuman Mal Choraria, Practising Company Secretary and proprietor of H. M. Choraria & Co., having C P No. 1499, was appointed by the Board of Directors of **Salem Erode Investments Limited** (the Company) to act as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and voting through polling papers at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended in respect of the below mentioned resolutions proposed at the 88th Annual General Meeting of the Company, held on Monday, the 26th August, 2019 at BHARATIYA BHASHA PARISHAD, 36A, Shakespeare Sarani, Kolkata – 700 017 at 11.00 AM.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting through polling papers at the AGM by the shareholders on the resolutions proposed in the Notice of the 88th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and through polling papers at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report generated electronically for voting through polling papers at the AGM.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit consolidated Scrutinizer's Report on the remote e-voting and voting through polling papers at the AGM, as under:



I). The remote e-voting period commenced from Friday the 23rd August, 2019 at 10:00 AM and ends on Sunday the 25th August, 2019 at 5:00 PM

II). The Members of the Company as on the cut- off date i. e. 19th August, 2019 were entitled to vote on the resolutions as set out in the Notice dated 22nd July, 2019 for the 88th Annual General Meeting of the members of the Company.

III). The voting at the AGM began after the close of discussions on the Resolutions proposed at the AGM. The voting process was carried out by distributing polling papers at the AGM, 1 (one) ballot box was placed at the venue of the AGM for dropping of polling papers therein;

IV). Subsequent to the conclusion of voting through polling papers at the venue of the 88th AGM, it was noted that none of the members, authorized representatives and Proxy holders had used polling paper to cast vote at the venue of the 88th AGM.

V) Thereafter the votes cast through remote e-voting were unblocked, in the presence of two witnesses, Mr. Navdeep Bhansali and Ms. Sunita Chakraborty who are not in the employment of the Company.

VI). The details of the E - voting (EVSN-190716013) and ballot form received at the AGM are as under:

A - Ordinary Business:

Item no. 1 - Adoption of the Financial Statements, including Balance Sheet, Profit & Loss Accounts, Cash Flow statement and Reports of the Board of Directors' and Auditors' for the year ended on 31.03.2019- as Ordinary Resolution:

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. Of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	7	9156006	0	0	7	9156006	100
Voted against the resolution	0	0	0	0	0	0	0
Total	7	9156006	0	0	7	9156006	100
Invalid Votes	0	0	0	0	0	0	

Item no. 2- To appoint Mr. Sunil Kumar Kanoria (DIN: 00789030), who retire by rotation at the ensuing Annual General Meeting as director of the Company- as Ordinary Resolution:

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. Of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	7	9156006	0	0	7	9156006	100
Voted against the resolution	0	0	0	0	0	0	0
Total	7	9156006	0	0	7	9156006	100
Invalid Votes	0	0	0	0	0	0	



Item no. 3 - Appointment of the statutory Auditors M/s S Mandal & Co. Chartered Accountants (FRN314188E) for 5 years and fix their remuneration - as Ordinary Resolution:

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. Of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	7	9156006	0	0	7	9156006	100
Voted against the resolution	0	0	0	0	0	0	0
Total	7	9156006	0	0	7	9156006	100
Invalid Votes	0	0	0	0	0	0	

VII). In terms of the provisions of Rule 20(4)(xiv), of the Companies (Management and Administration) Amendment Rules, 2015, I have maintained the Registers of remote e-voting in electronic form and the list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid. The registers and all other papers relating to electronic voting and voting by polling paper shall remain in my safe custody until the Chairman signs the Minutes of 88th AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Kolkata
Dated 27.08.2019

Thanking you,

Your's truly,



(H M Choraria)
Practising Company Secretary
FCS No. 2398, C P No. 1499