



**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To,

**The Chairman of 48<sup>th</sup> Annual General Meeting ("AGM") of the Members of INDIAN BASE METALS CO. LIMITED (L27209WB1971PLC028015) held on Thursday, 26<sup>th</sup> September, 2019, at 11.00 a.m. at 240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor, Kolkata-700020.**

Dear Sir,

1. I, Amber Ahmad, a Company Secretary in Practice and Proprietor of Amber Ahmad & Associates, Company Secretaries, Kolkata, have been duly appointed as the Scrutinizer by the Board of Directors of **Indian Base Metals Co. Limited** (the "Company"), for the purpose of scrutinizing remote e-voting and voting through physical ballot process, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical ballot process carried out as per 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) and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Secretarial Standards on General Meetings, on the proposed resolutions contained, in the Notice of the 48<sup>th</sup> Annual General Meeting of the Members of the Company dated 8<sup>th</sup> August, 2019 (the "Notice").
2. The Management of the Company is responsible to ensure the Compliance with the requirement of the Act and Rules relating to voting through electronic means (by remote e-voting) and voting at the venue of the Annual General Meeting ("AGM") through physical ballots on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for process of voting through remote e-voting and voting through physical ballots at the venue of the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report on the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities engaged by the Company and the votes cast through physical ballot papers at the venue of AGM.
3. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.





4. The Shareholders of the company holding shares as on the "cut-off" date i.e. 19<sup>th</sup> September, 2019, were entitled to vote on the resolutions as contained in the Notice.
5. The voting period for remote e-voting commenced on 23<sup>rd</sup> September, 2019, (10:00 am) and ended on 25<sup>th</sup> September, 2019 (5:00 pm).
6. At the end of the remote e-voting period on 25<sup>th</sup> September, 2019 at 5:00 P.M., the voting portal of the service provider was blocked forthwith.
7. At the AGM of the Company, the Chairman at the end of discussions on the resolutions announced that the facility for voting through ballot papers is available to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes. Thereafter, one empty ballot box kept for polling was locked in my presence.
8. Immediately after the conclusion of the e-voting at the venue of the AGM on the 26<sup>th</sup> September, 2019, the locked ballot box was opened and the votes cast through remote e-voting were unblocked in the presence of Ms. Afreen Khurshid and Ms. Tabinda Anam who acted as witnesses, who are not in employment of the Company, and have signed below in confirmation: -

Witness No. 1 *Tabinda Anam*  
Name: Ms. Tabinda Anam

*Afreen Khurshid*  
Witness No.2 .....  
Name: Ms. Afreen Khurshid

9. The ballot papers were diligently scrutinized and reconciled with the records maintained by Niche Technologies Pvt. Ltd., the Registrar and Transfer Agent (RTA) of the Company and the authorization / proxies lodged with the Company. There were no defective or incomplete ballot papers received. I have scrutinized and review the remote e- voting and vote tendered therein based on the data downloaded from the e- voting website of the CDSL.
10. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting through ballot papers at the Annual General Meeting as under:-
- 11.





Resolution No. 1	Adoption of Audited Financial Statements for the Financial year ended 31st March, 2019 along with report of Board of Directors and Auditors thereon.			
Resolution Required : (Ordinary/Special)	Ordinary			
Category	Number of Votes Cast		Total No. of Votes Cast	% Based on Total Votes Cast
	E-Voting	Physical Ballot		
Votes Cast In Favour	282950	1342300	1625250	100.00
Votes Cast Against	0	0	0	0.00
Total	282950	1342300	1625250	100.00
Invalid/Abstained Votes	0	0	0	0.00

Resolution No. 2	Appointment of a director in place of Mr. Santosh Kumar Agrawal (DIN: 00420655) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for reappointment.			
Resolution Required : (Ordinary/Special)	Ordinary			
Category	Number of Votes Cast		Total No. of Votes Cast	% Based on Total Votes Cast
	E-Voting	Physical Ballot		
Votes Cast In Favour	282950	1342300	1625250	100.00
Votes Cast Against	0	0	0	0.00
Total	282950	1342300	1625250	100.00
Invalid/Abstained Votes	0	0	0	0.00





Resolution No. 3	Reappointment of Mr. Gouri Shankar Agarwal (DIN: 00420921) as Independent Director for another term of five (5) years.			
Resolution Required : (Ordinary/Special)	Special			
Category	Number of Votes Cast		Total No. of Votes Cast	% Based on Total Votes Cast
	E-Voting	Physical Ballot		
Votes Cast In Favour	282950	1342300	1625250	100.00
Votes Cast Against	0	0	0	0.00
Total	282950	1342300	1625250	100.00
Invalid/Abstained Votes	0	0	0	0.00

Resolution No. 4	Reappointment of Amit Gattani (DIN: 07508282), as Independent Director for another term of five (5) years.			
Resolution Required : (Ordinary/Special)	Special			
Category	Number of Votes Cast		Total No. of Votes Cast	% Based on Total Votes Cast
	E-Voting	Physical Ballot		
Votes Cast In Favour	282950	1342300	1625250	100.00
Votes Cast Against	0	0	0	0.00
Total	282950	1342300	1625250	100.00
Invalid/Abstained Votes	0	0	0	0.00





All the Resolutions stand passed under e-voting and Physical ballot process with requisite majority.

The Register, all other papers and relevant records relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same would be handed over to the Company Secretary for the safe keeping.

Thanking you,  
Yours faithfully,  
For AMBER AHMAD & ASSOCIATES  
Company Secretaries

*Amber Ahmad.*

Countersigned by: .....

CS AMBER AHMAD  
Proprietor  
Membership No.: FCS 9312  
C.P. No: 8581

Place: Kolkata  
Date: 26th September, 2019

