

**Scrutinizer's Report**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

Sh. Sushil Jain  
Chairman  
29<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Indian Toners & Developers Limited  
held on 31<sup>st</sup> July, 2019 at 2.30 p.m.  
at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road,  
Rampur - 244 901 (U.P.)

Dear Sir,

1. I, Varanasi Hari, appointed as Scrutinizer(s) for the purpose of e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of the Companies Act, 2013 read with rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on 31<sup>st</sup> July, 2019 at 2.30 p.m. at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road, Rampur - 244 901 (U.P.).
2. The management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
  - i. The e-voting period remained open from 28<sup>th</sup> July, 2019 (9.00 IST) to 30<sup>th</sup> July, 2019 (5.00 IST)
  - ii. The members of the Company as on the cut off date i.e. 24.7.2019 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the notice of the 29<sup>th</sup> AGM of the Company)
  - iii. The votes cast were unlocked on 31<sup>st</sup> July, 2019 in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

1. SIGNATURE *Nitin Madaan*  
NAME SHRI. NITIN MADAAN

H. No. 175, WARD No. 4,  
BEHIND SUBHASH MARKET,  
TAURU,  
GURGAON (HARYANA).

2. SIGNATURE *Priya*  
NAME MS. PRIYA GARG.

H. No. 1100/2, PURAN-  
ENCLAVE COLONY,  
LINK ROAD OLD,  
FARIDABAD,  
(HARYANA)-121002.



iv. Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" and "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the results of e-voting is as under:-

**1. Consider and adopt :**

**(a) Audited Financial Statement, Reports of the Board of Directors and Auditors**

**(b) Audited Consolidated Financial Statement(Ordinary Resolution)**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	9130055	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**2. To declare final dividend for the year 2018-19.(Ordinary Resolution)**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	9130055	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**3. To appoint a Director in place of Shri Akshat Jain (DIN No. 03328275) who retires by rotation, and being eligible, offers himself for reappointment.(Ordinary Resolution)**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
16	9128070	99.98



CP-8244.

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1385	0.02

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**4. To re-appoint Sh. Sanjeev Goel as Independent Director for a second term. (Special Resolution)****(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
16	9128070	99.98

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1385	0.02

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**5. To re-appoint Sh. Arun Kumar Garg as Independent Director for a second term. (Special Resolution)****(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
16	9128070	99.98

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1385	0.02

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0



CP-8244.

**6. To re-appoint Ms. Neena Jain as Independent Director for a second term. (Special Resolution)**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
16	9128070	99.98

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1385	0.02

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

Thanking you,

Yours faithfully



For V. HARI & Co.  
COMPANY SECRETARIES

*V. Hari*  
V. HARI  
Proprietor  
C. P. No. 8244  
FCS- 3552

Place: New-Delhi.  
Dated: 1<sup>st</sup> August, 2019