

**CS PRAVIN KUMAR DROLIA**  
**(Company Secretary in whole time practice)**

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**Form No. MGT-13**

**Report of Scrutinizer**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Chairman,  
**2020-21 ANNUAL GENERAL MEETING**  
**OF MANGALAM ENGINEERING PROJECTS LIMITED,**  
**(CIN: L17488DL1984PLC017356)**  
101C, Kundan House, Ground floor,  
Harinagar Ashram, Mathura Road,  
New Delhi-110014.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of Ballot Paper at the 2020-21<sup>th</sup> Annual General Meeting of M/s Mangalam Engineering Projects Limited held physically on Thursday, 30<sup>th</sup> September, 2021 at 3.30 P.M. at 101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi – 110014**

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Company Secretary in whole time practice, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **MANGALAM ENGINEERING PROJECTS LIMITED** ("the Company") at their meeting held on 29<sup>th</sup> June, 2021 in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of Scrutinizing and ascertaining the results of voting by remote electronic means and voting through Physical Ballot at the 2020-21<sup>th</sup> AGM of the Company held on Thursday **the 30<sup>th</sup> September, 2021 at 101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi – 110014 at 3.30 P.M.** in a fair and transparent manner in respect of the following resolutions passed by the Members as set out in the AGM notice of the Company dated 10.08.2021 .

<b>Resolution Number</b>	<b>Type of Resolution</b>	<b>Particulars</b>
<b>ORDINARY BUSINESS:</b>		
<b>1.</b>	<b>Ordinary Resolution</b>	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2021 together with the Reports of the Auditors and the Board of Directors thereon.
<b>2.</b>	<b>Ordinary Resolution</b>	To appoint a Director in place of Smt. Madhu Rai (holding DIN: 07146392), who retires by rotation and being eligible, offers herself for re-appointment.
<b>3.</b>	<b>Special Resolution</b>	To approve Material Related Party Transaction of the Company
<b>4.</b>	<b>Special Resolution</b>	Maintenance of register of Members and other statutory registers at a place other than registered office of the Company

- 1.1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to the passing of resolutions set out in notice of AGM as provided under General Circular No 17/2020 dated 13 April 2020 and General Circular No 20/2020 dated 5 May 2020 (MCA Circulars) and other circulars issued by the MCA from time to time in view of the current extra ordinary circumstances due to COVID -19 pandemic requiring social distancing and have advised the Companies to take all decisions requiring Members approval in accordance with the provisions of the Companies Act 2013 and as per above circulars. Accordingly, the abovementioned Company held the above AGM physically after complying the social distancing norms as per directives issued by the Ministry of Corporate Affairs Govt of India. My responsibility, as a scrutinizer for e-voting and physical voting process is restricted to the extent of ascertaining requisite votes casted i.e. “in Favour” and “Against” the resolutions mentioned in the said notice by the Members after taking the effect of “invalid” and “abstained” votes in respect of the resolutions set forth in the notice of the said AGM of the Company.
2. I submit my report as under:
  - 2.1. As per information provided, the Company had completed the dispatch of notice of AGM Inter-alia containing User ID, password and Annual Report for the financial year 2020-2021 through electronic mode only on 7<sup>th</sup> September 2021 to eligible Members, whose email address were registered with the Registrar and Transfer Agents (RTA) and Depositories in terms of MCA Circulars. As per provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the number of shares held by the concerned Shareholders. One share held is equal to one vote.
  - 2.2. The Company through public notices published on 6<sup>th</sup> September 2021 in “Business Standard, New Delhi” (English and Hindi All edition) informing the Members about completion of dispatch of notice electronically, along with other information as specified in the rules as prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended.
  - 2.3. In compliance with provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has arranged remote e-voting facility through Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM resolutions. The Board of the Company had fixed 23<sup>rd</sup> September, 2021 as cut-off date for determining the names of Members, who were eligible to cast their vote through remote e-voting. The Company had also provided voting facility to the Shareholders present at the AGM to vote on the Resolutions set out in the notice of the said AGM through Physical Ballot who were Members of the Company as on 23<sup>rd</sup> September 2021 and who did not vote by means of remote e-voting prior to the AGM. Members attended this meeting physically had been counted for the purpose of reckoning the requisite quorum under section 103 of the Companies Act 2013.

- 2.4. The e-voting period was commenced on Monday, 27<sup>th</sup> September, 2021 from 10:00 A.M. (IST) and concluded on Wednesday, 29<sup>th</sup> September, 2021 at 5:00 P.M. (IST). The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., 23<sup>rd</sup> September, 2021, fixed by the Company, were entitled to vote on the resolutions set out in the notice of AGM of the Company by remote e voting and through physical voting at AGM.
- 2.5. At the meeting of the Board of Directors of the Company held on 29<sup>th</sup> June, 2021 Mr. Nawal Khandelwal, Director of the Company was made responsible for conducting the AGM process in transparent manner and to take all necessary steps for conducting the voting through physical ballot at AGM.
- 2.6. The votes cast through remote e-voting facility were unblocked by my authorized representative on 30/09/2021 after the conclusion of AGM in the presence of Two (2) witnesses, Ms. Sangita Drolia of Tower 1, 378, P A Saha Road, Kolkata 700068 and Mr. Naveen Saraf of 58/35, Prince Anwar Saha Road, Kolkata 700045 who were not in the employment of the Company. The votes cast by the Shareholders were scrutinized by verifying it using the Scrutinizer's login on the CDSL e-voting website. None of the Member present in the meeting cast their vote through physical voting.
- 2.7. The consolidated report inter alia contains details such as list of equity shareholders, who voted "for" and "against", on each of the resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of resolutions set out in the notice of the said AGM. through remote voting and physical voting. Remote e voting report was generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> .
- 2.8. The result of consolidated voting on the resolutions is as per “Annexure - A” attached herewith.

**RESULTS:**

There are 57 numbers of eligible Members holding total 1225000 no(s) of Shares, who are entitled to vote electronically as on cut-off date i.e., 23<sup>rd</sup> September, 2021. All the resolutions mentioned in the notice of Annual General Meeting as per details given above stand carried under remote e voting with requisite majority. I further report that the Mr Rajendra Prasad Chaudhury Director of the Company as authorized by the Chairman of the meeting will declare and confirm the above results of voting at the registered office of the Company latest by 2<sup>nd</sup> October, 2021 in respect of the resolutions referred hereinabove.

I hereby also confirm that I am maintaining the register electronically in respect of details of vote cast through remote e voting downloaded from CDSL portal and will be handed over to the Company Secretary of the Company for safe keeping after declaration of result.

Thanking You,  
Yours faithfully

(Pravin Kumar Drolia)  
Company Secretary in whole time practice  
F.C.S No.2366, CP 1362  
UDIN: F002366C001064526

Place: Kolkata  
Date: 01/10/2021