

# **ARVIND BAID & ASSOCIATES**

## **Chartered Accountants**

802, Corporate Annexe, Sonawala Road, Near Udyog Bhawan, Goregaon (East), Mumbai- 400063  
Mobile :09699116581 E-mail : caarvindbaid@gmail.com

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### **Scrutinizer's Report**

#### **(Consolidated Scrutinizer's Report on Remote E-voting and voting through Poll at the Annual General Meeting)**

To,

The Chairman of the 7<sup>th</sup> Annual General Meeting of the Members of **Mystic Electronics Limited** held on Saturday, 29<sup>th</sup> day of September, 2018 at 11:30 a.m. at Conference Room, Axis Bank, Springfield's, Lokhandwala Complex, Andheri (West), Mumbai - 400053

Dear Sir,

1. I, **Arvind Dhanraj Baid**, Practicing Chartered Accountant, Proprietor of **M/s. Arvind Baid & Associates**, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **MYSTIC ELECTRONICS LIMITED**(the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting through Poll (Ballot forms) at the Annual General Meeting (AGM) venue pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013(the Act)read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015 & Rule 21 of the Companies (Management and Administration) Rules, 2014 (the Rules)and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the proposed resolutions contained in the Notice of 7<sup>th</sup> Annual General Meeting of the Members of the Company dated 24<sup>th</sup> August, 2018 (the Notice).
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to Remote e-voting and voting through Poll at the AGM venue on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of remote e-voting and for poll at 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 for 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 the National Securities Depository Limited (NSDL), the authorized agency engaged to provide e-voting facilities and votes cast at the Poll (through physical means) at the AGM.
3. In terms of the aforesaid Notice, the remote e-voting facility was kept open for three days and the e-voting period commenced on 26<sup>th</sup> September, 2018 at 9:00 a.m. and ended on 28<sup>th</sup> September, 2018 at 5:00 p.m. and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

4. The members of the Company as on cut-off date i.e. 22<sup>nd</sup> September, 2018 were entitled to vote on the resolutions proposed in the Notice through remote e-voting or through Poll process.
5. At the end of the remote e-voting period on 28<sup>th</sup> September, 2018 at 5:00 p.m., the voting portal of the service provider was blocked forthwith.
6. At 7<sup>th</sup>AGM of the Company held on 29<sup>th</sup> September, 2018, the Chairman of the meeting had called for the Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through Poll process.
7. Immediately after the conclusion of the voting at the venue of the AGM on the 29<sup>th</sup> September, 2018, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by Companies (Management and Administration) Amendment Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presences.



**Priyanka Kothari**



**Harshal Archrekar**

8. Thereafter, the details containing inter-alia, the list of members, who voted 'For' or 'Against' on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of NDSL, and through Ballot forms for the votes casted by the members at the venue of the AGM.
9. I have issued separate Scrutinizer's Report on the remote e-voting and voting through Poll at the AGM venue on the resolutions contained in the Notice. As requested by management I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting through Poll at the AGM as under:

<b>Item No. 1</b>	Adoption of the audited financial statements of the Company as at 31st March, 2018, Statement of Profit and Loss for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percent age (%)</b>
	<b>No. Of Members</b>	<b>Votes</b>	<b>No. Of Members</b>	<b>Votes</b>	<b>No. Of Members</b>	<b>Votes</b>	
<b>Assent</b>	27	3826205	09	139573	36	3965778	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	27	3826205	09	139573	36	3965778	100
<b>Abstain/ Invalid</b>	0	0	0	0	0	0	0

<b>Item No. 2</b>	Appointment of Mr. Krishan Khadaria who retires by rotation.
<b>Resolution Required:</b>	Ordinary

Particulars	Remote E-voting		Voting through Poll		Total of Remote E-voting & Poll		Percent age (%)
	No. Of Members	Votes	No. Of Members	Votes	No. Of Members	Votes	
Assent	27	3826205	09	139573	36	3965778	100
Dissent	0	0	0	0	0	0	0
Total	27	3826205	09	139573	36	3965778	100
Abstain/Invalid	0	0	0	0	0	0	0

<b>Item No. 3</b>	Regularization of appointment of Mrs. Asha Khadaria as Non-Executive Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
Particulars	Remote E-voting		Voting through Poll		Total of Remote E-voting & Poll		Percent age (%)
	No. Of Members	Votes	No. Of Members	Votes	No. Of Members	Votes	
Assent	27	3826205	09	139573	36	3965778	100
Dissent	0	0	0	0	0	0	0
Total	27	3826205	09	139573	36	3965778	100
Abstain/Invalid	0	0	0	0	0	0	0

<b>Item No. 4</b>	Regularization of appointment of Mr. Mohit Khadaria as Executive Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
Particulars	Remote E-voting		Voting through Poll		Total of Remote E-voting & Poll		Percent age (%)
	No. Of Members	Votes	No. Of Members	Votes	No. Of Members	Votes	
Assent	27	3826205	09	139573	36	3965778	100
Dissent	0	0	0	0	0	0	0
Total	27	3826205	09	139573	36	3965778	100
Abstain/Invalid	0	0	0	0	0	0	0

<b>Item No. 5</b>	Appointment of Mr. Mohit Khadaria as Managing Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
Particulars	Remote E-voting		Voting through Poll		Total of Remote E-voting & Poll		Percent age (%)
	No. Of Members	Votes	No. Of Members	Votes	No. Of Members	Votes	
Assent	27	3826205	09	139573	36	3965778	100
Dissent	0	0	0	0	0	0	0
Total	27	3826205	09	139573	36	3965778	100

Abstain/ Invalid	0	0	0	0	0	0	0
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<b>Item No. 6</b>	Appointment of Mrs. Niraali Santosh Thingalaya as Independent Director of the Company.						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>Voting through Poll</b>		<b>Total of Remote E-voting &amp; Poll</b>		<b>Percent age (%)</b>
	<b>No. Of Members</b>	<b>Votes</b>	<b>No. Of Members</b>	<b>Votes</b>	<b>No. Of Members</b>	<b>Votes</b>	
<b>Assent</b>	27	3826205	09	139573	36	3965778	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	27	3826205	09	139573	36	3965778	100
<b>Abstain/ Invalid</b>	0	0	0	0	0	0	0

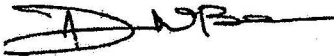
All the above resolutions were passed under remote e-voting & Poll with requisite Majority.

The relevant records relating to Remote e-voting and Poll were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

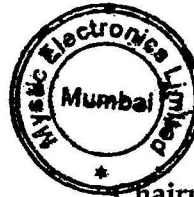
For Arvind Baid & Associates  
Chartered Accountants




Arvind D. Baid  
Proprietor  
Mem. No. 155532

Date: 30<sup>th</sup> September, 2018  
Place: Mumbai

Counter signed by



Chairman/Authorised Signatory

Date: 30<sup>th</sup> September, 2018  
Place: Mumbai