

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
Impex Ferro Tech Limited
35, C. R. Avenue
Kolkata-700012

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through Polling Paper and Remote e-voting on the resolutions proposed at the 23rd Annual General Meeting of the Members of Impex Ferro Tech Limited held at Rotary Sadan, 94/2 Chowringhee Road, Kolkata-700 020 on Thursday, the 27th September, 2018 at 03.00 P.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 Impex Ferro Tech 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 23rd Annual General Meeting of the Company, held on Thursday, the 27th September, 2018 at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder 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 23rd 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.

The remote e-voting period commenced from Monday the 24th September, 2018 at 09.01 A. M. and ended on Wednesday the 26th September, 2018 at 5.00 P.M.

The Members of the Company as on the cut- off date i. e. 20th September, 2018 were entitled to vote on the resolutions as set out in the Notice dated 13th August, 2018 for the 23rd Annual General Meeting of the members of the Company.

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) locked ballot box was placed at the venue of the AGM for dropping of polling papers therein.

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Subsequent to the conclusion of voting through polling papers at the venue of the 23rd AGM, I counted the votes cast through polling papers and thereafter the votes cast through remote e-voting were unblocked, in the presence of two witnesses, Shri Navdeep Bhasali and Ms. Sunita Chakraborty who are not in the employment of the Company. The polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, Maheshwari Datamatics Private Limited, to the extent available with them and the authorizations / proxies lodged with the Company. The polling papers, which were incomplete and/or which were otherwise found defective were treated as invalid.

The relevant data relating to remote e-voting process were also reconciled with the records maintained by the Registrar and Share Transfer Agent and the authorizations lodged with me and were found to be in order.

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:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution

- (a) Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon; and

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	18	60581207	12	2059	30	60583266	100
Voted against the resolution	0	0	0	0	0	0	0
Total	18	60581207	12	2059	30	60583266	100
Invalid Votes	0	0	0	0	0	0	

Item No. 2 - Ordinary Resolution

- (b) Appointment of a Director in place of Mr. Ankit Patni (DIN: 00034907), who retires by rotation and being eligible, offers herself for re-appointment.

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	18	60581207	12	2059	30	60583266	100
Voted against the resolution	0	0	0	0	0	0	0
Total	18	60581207	12	2059	30	60583266	100
Invalid Votes	0	0	0	0	0	0	

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SPECIAL BUSINESS:**Item No. 3 – As Special Resolution**

- (c) Re-appointment Mr. Suresh Kumar Patni (DIN-00032674) as Managing Director for 5 years with effect from 01st July, 2018, liable to retire by rotation and to approve the remuneration.

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	18	60581207	11	1859	29	60583066	99.9997
Voted against the resolution	0	0	1	200	1	200	00.0003
Total	18	60581207	12	2059	30	60583266	100
Invalid Votes	0	0	0	0	0	0	

Item No. 4 – As Special Resolution

- (d) Appointment of Mr. Satish Kumar Singh (DIN: 05295625), as Executive Director for 3 years with effect from 24th August, 2018, liable to retire by rotation and to approve the remuneration .

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	18	60581207	12	2059	30	60583266	100
Voted against the resolution	0	0	0	0	0	0	0
Total	18	60581207	12	2059	30	60583266	100
Invalid Votes	0	0	0	0	0	0	

Item No. 5 - Ordinary Resolution

- (e) Approval of remuneration of the M/s A.J.S & Associates, Cost Auditors (Registration No. 0000106) for the financial year 2018-19.

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	17	60581190	12	2059	29	60583249	99.00007
Voted against the resolution	1	17	0	0	1	17	00.00003
Total	18	60581207	12	2059	30	60583266	100
Invalid Votes	0	0	0	0	0	0	


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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 23rd AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours truly



Place: Kolkata
Date: 28th September, 2018



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