



KAMALIA ASSOCIATES
SOLICITORS & ADVOCATES

GRIFL/SR/L/18-19/101

October 01, 2018

To,
The Chairman,
G. R. Industries and Finance Limited,
4, BBD Bagh, 5th Floor, Stephen House,
Kolkata - 700 001.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Electronic Voting and Ballot Paper Process for the 31st AGM of the Company

The Board of Directors of the G. R. Industries and Finance Limited (the “**Company**”) in their meeting held on 29th May, 2018 appointed us as the Scrutinizer for the purpose of receiving, processing and scrutinizing the e-voting and voting through ballot process and to ascertaining the requisite majority on voting made. The said voting is carried out under the provisions of Section 108 and 110 of the Companies Act, 2013 (the “**Act**”) to be read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) and any other Rules or Laws as may be applicable (including any modifications & re-enactment thereof for the time being in force).

The voting are for the resolutions contained in the Notice of the 31st Annual General Meeting of the members of the Company (the “**AGM**”), held on Friday, 28th September, 2018 at 11:00 HRS at 4, BBD Bagh, 5th Floor, Stephen House, Kolkata - 700 001.



As required under the said Act read with Rules, a Notice dated 29th May, 2018 along with explanatory statement was sent to the members, whose names appear in the Register of Members as on 21st September, 2018. The Company provided the e-voting facility offered by the CDSL eVoting System.

Pursuant to the applicable provisions of the Acts and Rules, the Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting on the resolutions contained in the Notice.

Our responsibility being as a Scrutinizer for the voting process is restricted to prepare a Scrutinizer's Report of the votes cast in "*favor*" or "*against*" and "*invalid*" votes, if any, based on the reports generated from the CDSL eVoting System i.e. www.evotingindia.com which is based on the information furnished to the CDSL eVoting System by the concerned authority engaged by the Company and the ballot forms received by us.

The e-voting period commences on, September 25th, 2018 at 10:00 a.m. and ends on September 27th, 2018 at 5:00 p.m.. The CDSL eVoting System has been used for the same which was blocked thereafter and the e-votes cast under e-voting facility were unblocked on 30th September, 2018 in the presence of two witnesses namely Mr. Naveen Agarwal and Mr. Raj Kumar Dhar who were not in employment of the Company.



Based on the report of e-voting generated from the CDSL eVoting System, we put forward the outcome of voting as under –

Item No. 1

ORDINARY RESOLUTION

To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 2
ORDINARY RESOLUTION

To appoint Auditors and to fix their remuneration.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 3
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Hare Krishana Behera (DIN 00167789), who retires by rotation and being eligible, offers himself for Re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 4
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Sadananda Ghosal (DIN 02533772), who retires by rotation and being eligible, offers himself for Re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 5
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Sanjit Maji (DIN 06903618), who retires by rotation and being eligible, offers himself for Re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 6
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Amal Sardar (DIN 06918073), who retires by rotation and being eligible, offers himself for Re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0



Item No. 7
ORDINARY RESOLUTION

To appoint a Director in place of Mr. Moloy Burman (DIN 07804580), who retires by rotation and being eligible, offers himself for Re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	06	606093	100
Polling Paper	NIL	NIL	NIL
Total	06	606093	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper	0	0	0
Total	0	0	0

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	0	0	0
Polling Paper*	0	0	0
Total	0	0	0

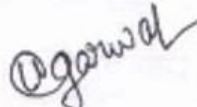


Henceforth, all the Resolutions stands passed under voting with the requisite majority and as required.

We further confirm that the Registers received from the service provider and all other papers & records' relating to voting been properly maintained by us under our safe custody will be handed over to the Company after the receipt of confirmation of the signing of the minutes by the Chairman.

For and on behalf of

Kamalia Associates


Udit Agarwal
Advocate

