



Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014

To
The Chairman
Western India Commercial Company Limited
21, Stand Road, Kolkata - 700001

Dear Sir,

I Mahesh Agrawal, Chartered Accountants in whole time practice, have been appointed by the Board of Directors of M/s. Western India Commercial Company Limited as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ballot process, and ascertaining the requisite majority on e-voting carried out as per the 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 (hereinafter referred to as "the resolutions") of the 90th Annual General Meeting (AGM) of the members of the Company held on 7th September, 2019 at 10:30 A.M. at 21, Stand Road, Kolkata – 700 001.

1. The notice dated 30th May, 2019 convening the 90th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 7th September, 2019.
2. The management of the Company is responsible to ensure the 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 90th AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorised agency to provide e-voting facilities, engaged by the Company and the physical ballots received by the Company.
3. Further to the above, I submit my report as under:
 - i. The e-voting period remained open from 4th September, 2019 (10.00 a.m.) to 6th September, 2019 (5.00 p.m.)
 - ii. The members of the Company as on the "cut off" date i.e. 31st August, 2019 were entitled to vote on the resolutions as set out in the notice of the 90th Annual General Meeting (AGM) of the Company.





- iii. The votes were unblocked on 7th September, 2019 at 11:45 a.m. in the presence of 2 witnesses, Mrs Susmita Das and Miss Sarita Agarwal, who are not in the employment of the Company.
- iv. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted “for”, “against” and “invalid” on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-voting is as under:

Number of folio who cast their votes through e-voting and Physical ballot:	Total number of shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
09	17965	As mentioned beside each of the resolutions

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes No. of Shares
	No. of Shares	Percentage	No. of Shares	Percentage	
Remote voting	17965	100	-	-	-
Polling at AGM	-	-	-	-	-
TOTAL	17965	100	-	-	-





Resolution No. 2: Ordinary Resolution

To Re-appoint of Shri Jagdish Prasad Mundra (DIN:00630475), as Director retiring by rotation..

Manner of voting		Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
		No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	E-	17965	100	-	-	-
Polling at AGM		-	-	-	-	-
TOTAL		17965	100	-	-	-

Resolution No. 3: Ordinary Resolution

To Fix remuneration of M/s D.K. Chhajer and Co., Statutory Auditors for the financial year ending 31st March, 2020.

Manner of voting		Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
		No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	E-	17965	100	-	-	-
Polling at AGM		-	-	-	-	-
TOTAL		17965	100	-	-	-





Resolution No. 4: Special Resolution

To Approve continuation of Directorship of Shri Jagdish Prasad Mundra, Non-Executive-Non-Independent Director who will shortly attain the age of 75 years.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote E-voting	17965	100	-	-	-
Polling at AGM	-	-	-	-	-
TOTAL	17965	100	-	-	-

Resolution No. 5: Ordinary Resolution

To Confirm appointment of Shri Arun Prakash Mallawat as an Independent Director of the Company.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote E-voting	17965	100	-	-	-
Polling at AGM	-	-	-	-	-
TOTAL	17965	100	-	-	-





Resolution No. 6: Ordinary Resolution

To Re-appoint Shri Pankaj Sureka as Manager and Chief Financial Officer of the Company.

Manner of voting		Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
		No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	E-	2000	11.13	13490	75.10	2475
Polling at AGM	at	-	-	-	-	-
TOTAL		2000	11.13	13490	75.09	2475

Resolution No. 7: Ordinary Resolution

To Appoint Shri Mukesh Chaturvedi as the Secretarial Auditor for the financial year ending 31st March, 2020.

Manner of voting		Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
		No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	E-	17965	100	-	-	-
Polling at AGM	at	-	-	-	-	-
TOTAL		17965	100	-	-	-





Resolutions no. 1, 2, 3, 4, 5, & 7 stands passed under e-voting with the requisite majority. However Resolution No. 6 (To re-appoint Shri Pankaj Sureka as Manager and Chief Financial Officer of the Company) stands declined under e-voting in absence of requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you
Yours faithfully

Mahesh Agrawal
Chartered Accountants
C.P. No. 060605

Place: Kolkata
Date: 07.09.2019

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s Western India Commercial Company Limited were unblocked from e-voting website of NSDL in our presence at 11:45 P.M. on 7th September, 2019.

Susmita Das
157C Lenin Sarani, Deluxe Centre
Kolkata – 700 013

Sarita Agarwal
P 35, CIT Road, Phulbagan
Kolkata – 700 054

Counter Signed By:

For, Western India Commercial Co. Ltd.