

**CONSOLIDATED REPORT OF SCRUTINIZER
ON REMOTE E-VOTING AND POLL**

**[Pursuant to the section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of
the Companies (Management and Administration) Rules, 2014 as amended to date]**

To

The Chairman,
44th Annual General Meeting of
Rotographics (India) Limited
Unit No-8, Ground Floor, Pocket M
Sarita Vihar, New Delhi-110076

Sub: Consolidated Scrutinizer's Report on Remote E-voting and poll conducted pursuant to the provision of section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended to date, at the 44th Annual General Meeting (AGM) of the members of Rotographics (India) Limited held on Monday, 23rd September, 2019 at 09:00 A.M. at B-1, DDA Local Shopping Complex, A Block, Ring Road, Naraina, New Delhi-110028.

Dear Sir,

We, Manoj Purbey & Associates, Company Secretaries, appointed as Scrutinizer by the Board of Directors of Rotographics (India) Limited ("the Company") for the purpose of scrutinizing the e-voting and poll in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provision of section 108, 109 of the companies act 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 44th Annual General Meeting of the members of the company held on Monday, 23rd September, 2019 at 09:00 A.M. at B-1, DDA Local Shopping Complex, A Block, Ring Road, Naraina, New Delhi-110028, submit my report as under:

1. The Notice dated August 26, 2019 along with statements setting out the material facts under section 102 of the Companies act, 2013 were sent to the shareholders in respect of the below mentioned resolutions placed at the Forty-Fourth Annual General Meeting of the Company.
2. The company had availed e-voting facility from National Securities Depository Limited ("e-voting facilitator") for enabling the shareholders to cast their votes electronically.

3. The Shareholders of the Company holding shares as on the Cut-off date of September 13, 2019 were entitled to vote on the resolutions as contained in the Notice of the Forty-Fourth Annual General Meeting.
4. The e-voting period commenced on 20th September, 2019 at 9:00 a.m. and ended on 22nd September, 2019 at 5:00 p.m. and the National Securities Depository Limited (NSDL) Platform was blocked thereafter.
5. The Company has also provided voting facility by Ballot to the shareholders present at the Forty- fourth Annual General Meeting, who did not cast their vote earlier through remote e-voting facility.
6. After the time fixed for the Poll at meeting by the Chairman, One ballot box kept for polling was locked in my presence.
7. After the voting at the said AGM was concluded, the locked ballot box was subsequently opened in my presence and in the presence of two witnesses and the ballot paper work was scrutinized. The ballot papers were reconciled with the records maintained by the Skyline Financial Services Pvt. Ltd. (Registrar and Transfer Agents) of the Company and the authorisations/proxies lodged with the Company.
8. In determining the validity or otherwise of the Ballots received, I have adopted the following criteria:
 - a) Where the date and place has been left blank the signed ballot has been treated as valid;
 - b) Where the number of shares has been left blank, I have accounted of the total holding as on 13th September, 2019 for the purpose of assent or dissent to the relevant Resolutions as indicated by the member;
 - c) Where the signature do not tally or the Ballot paper bears no signature(s), the Ballot has been treated as invalid;
9. Thereafter the remote e-voting platform was unblocked by me on Monday, at 12:13 P.M. in the presence of two witnesses as prescribed in Rule 20(4)(xii) of the said rules.



Results

The result of the remote e-voting and the Ballot is as under:

Item No. 1: As an Ordinary Resolution

To consider and adopt the audited financial statement of the company for the financial year ended on 31st March 2019 and the reports of the Board of Directors and Auditors' thereon.

Mode of voting	Remote E-voting			Ballot			Total		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Vote in favour of the Resolution	24	3038949	84.38	12	73429	2.04	36	3112378	86.42
Votes in against of the Resolution	0	0	0	0	0	0	0	0	0
Invalid/ Abstain votes	0	0	0	0	0	0	0	0	0

Based on the foregoing above ordinary resolution voted upon under remote e-voting and Ballot may be considered as carried by the requisite majority.

Item No. 2: As an Ordinary Resolution

Re-appointment of Mrs.Chanchala Burman, (DIN: 00720455) as Director.

Mode of voting	Remote E-voting			Ballot			Total		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Vote in favour of the Resolution	24	3038949	84.38	12	73429	2.04	36	3112378	86.42
Votes in against of the Resolution	0	0	0	0	0	0	0	0	0
Invalid/ Abstain votes	0	0	0	0	0	0	0	0	0

Based on the foregoing above ordinary resolution voted upon under remote e-voting and Ballot may be considered as carried by the requisite majority.

[Handwritten signature]

MANOJ PURBEY & ASSOCIATES

Company Secretaries

Address: Off No. 03, B-32, 2nd Floor
Madhav Complex, Laxmi Nagar
Delhi-110092.

E-mail: purbey31@gmail.com

Phone No. 011-22444014(O)

Item No. 3: As an Special Business Resolution**Re-appointment of Mr. Pratap Burman (DIN:00595389), even after age of 75 years.**

Mode of voting	Remote E-voting			Ballot			Total		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Vote in favour of the Resolution	24	3038949	84.38	12	73429	2.04	36	3112378	86.42
Votes in against of the Resolution	0	0	0	0	0	0	0	0	0
Invalid/ Abstain votes	0	0	0	0	0	0	0	0	0

Based on the foregoing above ordinary resolution voted upon under remote e-voting and Ballot may be considered as carried by the requisite majority.

For MANOJ PURBEY & ASSOCIATES
Company Secretaries



Place: New Delhi

Dated: 24.09.2019

Avinash Kumar
(Partner)
C.P. No. 18318