



**Dhiren R. Dave**

B.Com., LL.B., FCS., AICS(U.K.)

**COMPANY SECRETARY**

D-412, International Trade Center, Majura Gate, Ring Road, SURAT-395 002, Gujarat, INDIA.

Tele : (0261) 2460903, 2475122 (M) 98241 15061

Website : www.drdcs.net E-mail : drd@drdcs.net

### Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(x\_i) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
24th Annual General Meeting of the Equity Shareholders of  
Mohit Industries Limited, to be held on 29<sup>th</sup> Day of September, 2014  
at 10:00 a.m. at A-601/B, International Trade Centre, Majura Gate,  
Ring Road, Surat – 395 002

Dear Sir,

I, Dhiren R. Dave, Company Secretary in Whole-Time Practice have been appointed by M/s Mohit Industries Limited as Scrutinizer for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions set out in the Notice dated 14<sup>th</sup> day of August, 2014 of the 24th Annual General Meeting of the Equity Shareholders of Mohit Industries Limited, to be held on 29th day of September, 2014 at 10:00 a.m. at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395 002. Accordingly, I submit the report, on completion of E-Voting process, as under:-

1. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide secured system for E-Voting process.
2. The E-Voting period remained open from start of Business Hours on September 23, 2014 up to close of Business Hours on September 25, 2014.
3. The Advertisement in this regard as per Rule 20(3)(v) of the Companies (Management and Administration) Rules, 2014 was released in Times of India (English Edition) on 05.09.2014 and in Dhabhkar (Gujarati Edition) on 05.09.2014.
4. The cut-off date (i.e. the record date) for the purpose of determining the entitlement for E-Vote on the proposed resolutions is August 14, 2014.

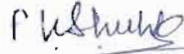
5. The votes cast electronically were verified on 27th September, 2014, around 11.40 p.m. after the E-Voting finished, in the presence of two witnesses, Mrs. Pinal Shukla and Mr. Jitendra Solanki, who are not in the employment of the Company. They have signed below in confirmation of the E-Votes verified in their presence.
6. Thereafter, the details containing, *inter alia*, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the E-Voting website of NSDL and based on such reports the results of E-Voting on each resolution are attached herewith.

Date : 27.09.2014

Place : Surat



DHIREN R. DAVE  
C. P. No. 2496



PINAL SHUKLA



JITENDRA SOLANKI

Encl: As Above

**SCRUTINIZER REPORT**  
Pursuant to Section 108 of the Companies Act, 2013 and rule 20(x j) of the Companies (Management and Administration) Rules, 2014  
**MOHIT INDUSTRIES LIMITED**

Resolution No. 1

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To receive, consider and adopt the audited balance sheet of the Company as at 31st March 2014, the Statement of Profit & loss Account for the year ended 31st March, 2014 together with the Directors and Auditors Reports thereon	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 2

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To appoint a Director in the place of Mr. Manish Saboo (DIN No. 01576187), who retire by rotation and being eligible, offers himself for re-appointment	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 3

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To Appoint Auditors and to fix their Remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution RESOLVED THAT pursuant to the provisions of Section 139-142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s R. K. M. & Co., Surat, Chartered Accountants, (Registration No. 108553W), be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of the Twenty-Fourth Annual General Meeting until the conclusion of next Annual General Meeting at a remuneration to be decided mutually between the said Statutory Auditors and Board of Directors.	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 4

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To appoint Mrs. Pragya Memani (DIN No.06846968) as an Independent Director	24	11659743	24	11659743	100.00%	0	0	0

**SCRUTINIZER REPORT**  
Pursuant to Section 108 of the Companies Act, 2013 and rule 20(x\_i) of the Companies (Management and Administration) Rules, 2014  
**MOHIT INDUSTRIES LIMITED**

Resolution No. 5

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To appoint Mr. Sachin Jain (DIN No. 016343003) as an Independent Director	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 6

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To appoint Mr. Jayesh Gandhi (DIN No. 01588775) as an Independent Director	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 7

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To appoint Mr. Dharmesh Patel (DIN No. 01932395) as an Independent Director	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 8

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
Increase in the borrowing powers of the Company	24	11659743	24	11659743	100.00%	0	0	0

Resolution No. 9

Particulars of Resolution	Total shareholders voted	Total Votes	In favour	shares	%	Against	Shares	%
To Adopt New Set Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013	24	11659743	24	11659743	100.00%	0	0	0

  
**DHIREN R. DAVE**  
C. P. No. 2496

  
**PINAL SHUKLA**  
JITENDRA SOLANKI



**Dhiren R. Dave**

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September 27, 2014

To,  
The Board of Directors  
Mohit Industries Limited  
601-B, A-Wing, International Trade Centre,  
Majura Gate, Ring Road, Surat

**Sub :- Report of Scrutinizer**

Dear Sir,

I DHIREN R DAVE, Company Secretary in Whole-Time Practice was appointed as the Scrutinizer to conduct the postal ballot in respect of resolution as mentioned in the Notice for Postal Ballot dated 14<sup>th</sup> Day of August, 2014 pursuant to Section 110 of the Companies Act, 2013 read with the rule 22 of the Companies (Management and Administration) Rules, 2014 to transact the following special business by passing a Special Resolution through Postal Ballot :

1. Creation of charge on the assets of the company in respect of Borrowing
2. Insertion of new object clause in Memorandum of Association of the company

I have scrutinized

1. the ballot papers and maintained a register in which necessary entries have been made in accordance with the above rules.
2. E-voting facilities created on NSDL by the company under my user name as Scrutinizer.

I enclose my report on the result of voting by Postal Ballot.

Thank you

**DHIREN R. DAVE**

**C. P. No. 2496**

**Encl: As Above**


**SCRUTINIZER REPORT  
MOHIT INDUSTRIES LIMITED**

Notice for Postal Ballot dated 14<sup>th</sup> Day of August, 2014 for following resolutions :

1. Creation of charge on the assets of the company in respect of Borrowing
2. Insertion of new object clause in Memorandum of Association of the company

Resolution No.	Postal Ballot						E-voting						Total					
	Total shareholders voted	Total Votes	In favour	Shares	%	Against	Total shareholders voted	Total Votes	In favour	Shares	%	Against	Total shareholders voted	Total Votes	In favour	Shares	%	Against
Resolution No. 1	11	1991	10	1491	74.89%	1	24	11659743	24	11659743	100.00%	0	35	11661734	34	11661234	99.99%	1
Resolution No. 2	10	1941	9	1441	74.24%	1	24	11659743	24	11659743	100.00%	0	34	11661684	33	11661184	99.99%	1

Date : 27/09/2014  
Place : Surat

  
DHIREN R DAVE  
CP NO. 2496