### CONSOLIDATED SCRUTINIZER'S REPORT OF

OCTAL CREDIT CAPITAL LIMITED

28<sup>TH</sup> ANNUAL GENERAL MEETING

HELD ON 29<sup>th</sup> September, 2020 AT 1.00 P.M.

### SCRUTINIZER:

BABU LAL PATNI, PRACTISING COMPANY SECRETARY

51, NALINI SETT ROAD

5<sup>TH</sup> FLOOR, ROOM NO-19

KOLKATA-700007

BABU LAL PATNI

51, NALINI SETT ROAD

5<sup>TH</sup> FLOOR, ROOM NO. 19 KOLKATA - 700 007 TEL NO: 2259-7715/6 Email id:patnibl@yahoo.com

### CONSOLIDATED 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
28<sup>th</sup> Annual General Meeting of the Members of OCTAL CREDIT CAPITAL
LIMITED
16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata 700071

28<sup>th</sup> Annual General Meeting of Equity Shareholders of of OCTAL CREDIT CAPITAL LIMITED held on Tuesday the 29th day of September 2020 at 1.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

- 1. I, Babu Lal Patni, a Company Secretary in Practice, having FCS No: 2304 & COP No: 1321, have been appointed as a Scrutinizer by the Board of Directors OCTAL CREDIT CAPITAL LIMITED (the Company) at their Board Meeting held on 5<sup>th</sup> September, 2020 for the purpose of Scrutinizing the e-voting process i.e. remote e-voting and electronic voting during the AGM (e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) on the Resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company, held on Tuesday the 29th day of September 2020 at 1.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").
- 2. The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules relating to voting through electronic means (i.e. by remote e-voting) and electronic voting during the AGM (e-voting) or the Resolutions contained in the Notice of the 28<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means ie. remote e-voting and electronic voting during the AGM (e-voting) is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions as stated above, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (ie. remote e-voting and electronic voting during the AGM (e-voting).
- 3. In accordance with the Notice of the 28<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) on 6<sup>th</sup> September, 2020 the voting period for remote e-voting on Saturday,26<sup>th</sup> September,2020 (9:00 A.M. IST) and ended on Monday, September 28, 2020 (5:00 P.M. IST) and the NSDL e-voting platform was blocked thereafter.

- 4. After declaration of e-voting during the AGM by the Chairman, the shareholders present at the AGM held through VC, e-voted through e-voting facility provided by NSDL during the AGM.
- 5. The Shareholders holding shares as on the "cut off" date i.e. 22<sup>nd</sup> September, 2020 were entitled to vote on the proposed resolutions (item no. 1 to 5) as set out in the notice of the 28<sup>th</sup> Annual General Meeting of Equity Shareholders of Octal Credit Capital Limited.
- 6. Since this AGM was held through VC / OAVM (Pursuant to the MCA Circulars dated 5<sup>th</sup> May, 2020 read with MCA circulars dated 13<sup>th</sup> April, 2020 and 8<sup>th</sup> April, 2020), physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members was not available for the 28<sup>th</sup> AGM.
- 7. As per the information given by the Company, the names of the Shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members, who were present at the AGM through VC and who not voted on remote e-voting, were allowed to cast their votes through e-voting system during the AGM.
- 8. Both remote e-voting and e-voting during the AGM were unblocked in the presence of two witness not in employment of the Company
- 9. I submit herewith my Consolidated Scrutinizer's Report & relevant details on the results of voting through electronic means

### **Item No 1: ORDINARY RESOLUTION**

To consider and adopt the Audited Annual Financial Statement (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2020 together with the Reports of the Auditors and the Board of Directors thereon.

	Votes in Favour o	f the Resolution	Votes Again Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
Remote E- Voting	2923567	100	0	0	0
E-voting during AGM	0	0	0	0	0
Total	2923567	100	0	0	0

### **Item No 2: ORDINARY RESOLUTION**

To appoint a Director in place Mr. Dilip Kumar Patni (DIN 01069986) who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and, being eligible, offers himself for reappointment.

ο	Votes in Favour c	f the Resolution	Votes Against the	e Resolution	Invalid votes
	Nos	% of total number of	Nos	% of total	

		valid votes		number of valid votes	
Remote					
E-Voting	2923567	100	0	0	0
E-voting					
during					
AGM	0	0	0	0	0
Total	2923567	100	0	0	0

### **Item No 3: SPECIAL RESOLUTION**

To Reappoint Mr. Arihant Patni (Din: 07210950) As Whole Time Director of the Company.

	Votes in Favour o	f the Resolution	Votes Against the	e Resolution	Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
Remote E- Voting	2923567	100	0	0	0
E-voting during AGM	0	0	0	0	0
Total	2923567	100	0	0	0

### **Item No 4: SPECIAL RESOLUTION**

To reappoint Bijay Kumar Bagri (DIN 01408485) as Independent Director of the company for a second term of 3 years, not liable to retire by rotation.

	Votes in Favour of	the Resolution	Votes Aga Resolu		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	2
Remote E- Voting	2923567	100	0	0	0
E-voting during AGM	0	0	0	0	0
Total	2923567	100	0	0	0

### **Item No 5: ORDINARY RESOLUTION**

To reappoint shambhu nath jajodia (din 00359900) as independent director of the company for a second term of 3 years, not liable to retire by rotation.

	Votes in Favour o	f the Resolution	Votes Aga Resolu		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
Remote E- Voting	2923567	100	0	0	0
E-voting during AGM	0	0	0	0	0
Total	2923567	100	0	0	0

10. The electronic data and all other relevant records relating to the voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the Minutes of the 28<sup>th</sup> AGM.

Place: Kolkata

Dated: 29th September, 2020

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Countersigned by:

For Octal Credit Capital Limited

**CHAIRMAN** 

Signature: BABU LAL

PATNI

Digitally signed by BABU LAL PATNI

PATNI Date: 2020.09.29 15:09:28

Name of the Company: BABU LAL PATNI

Secretary in Practice FCS No : 2304

C.P.No : 1321

UDIN : F002304B000804699

Date of the AGM	September 29, 2020	
Total Number of Shareholders on record date	982	
No. of shareholders present in the meeting either in person or through proxy:	AGM through Audio Video Mode	
No. of shareholders attended the meeting through Video Conferencing	43	

# ORDINARY BUSINESS

To consider and adopt the Audited Annual Financial Statement (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2020 together with the Reports of the Auditors and the Board of Directors thereon.

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Resolution Required: (Ordinary / Special)	ed: (Ordinary,	/Special)	Ordinary					
Whether promoter/promoter group are	promoter gro	up are	No.			*		
interested in agenda/resolution?	a/resolution?							
Category	Mode of	No. of	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes	% of Votes in favour	% of Votes against on
	Voting	shares held	polled	outstanding shares	in favour	- against	on votes polled	votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	2	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting	13,42,100	13,42,100	100.00%	13,42,100	Z	100%	Nil
Promoter Group								
	Total	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
Public-	E-Voting		-			1	1	
Institutions	)					2		
	Total	1	1		-	1	-	1
Public- Non	E-Voting	36,58,800	15,81,467	43.22%	15,81,467	Nil	100%	Nii
Institutions								
	Total	36,58,800	15,81,467	43.22%	15,81,467	Nil	100%	Nil
Total		50,00,900	29,23,567	58.46%	29,23,567	Nil	100%	Nil



To appoint a Director in place of Mr. Dilip Kumar Patni (DIN 01069986) who retires by rotation and, being eligible, offers himself for reappointment 7

Resolution Required: (Ordinary / Special)	d: (Ordinary	/Special)	Ordinary					
Whether promoter/promoter group are interested in agenda/resolution?	promoter gro a/resolution?	up are	YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(c)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
						ę		
Promoter and Promoter Group	E-Voting	13,42,100	13,42,100	100.00%	13,42,100	Nii	100%	Nil
	Total	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
Public- Institutions	E-Voting	1	-	I				1
ŭ.	Total			1	1	1		1
						10		
Public- Non Institutions	E-Voting	36,58,800	15,81,467	43.22%	15,81,467	Nii	100%	NiI
	Total	36,58,800	15,81,467	43.22%	15,81,467	Nii	100%	Nil
Total		50,00,900	29,23,567	58.46%	29,23,567	NiI	100%	Nil



## SPECIAL BUSINESS

3. To reappoint Mr. Arihant Patni (DIN: 07210950) as whole time director of the company

Resolution Required: (Ordinary / Special)	ed: (Ordinary	/Special)	Special					
Whether promoter/promoter group are interested in agenda/resolution?	/promoter gro da/resolution?	up are	YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
2	Total	13,42,100	13,42,100	100.00%	13.42.100	II.Z	100%	i.Z
Public-	E-Voting			ì		and and		
Institutions	)		15		0			
	Total	l	I	1	11	1	1	1
2					20			20
Public- Non Institutions	E-Voting	36,58,800	15,81,467	43.22%	15,81,467	Nil	100%	Ni1
	Total	36,58,800	15,81,467	43.22%	15,81,467	Nil	100%	Nil
Total		20,00,900	29,23,567	58.46%	29,23,567	Nii	100%	Nii



4. To reappoint Mr. Bijay Kumar Bagri (DIN: 01408485) as independent director of the company for a second term of 3 years, not liable to retire by rotation

Resolution Required: (Ordinary / Special)	ed: (Ordinary	/Special)	Special					
Whether promoter/promoter group are interested in agenda/resolution?	/promoter gro la/resolution?	up are	ON				-	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
	Total	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
Public- Institutions	E-Voting				1		-	
	Total	L	1	1	ı	1	I	I
Public- Non Institutions	E-Voting	36,58,800	15,81,467	43.22%	15,81,467	Nii	100%	Nil
	Total	36,58,800	15,81,467	43.22%	15,81,467	Nii	100%	Nil
Total		20,00,900	29,23,567	58.46%	29,23,567	Nil	100%	Nil



To reappoint Mr. Shambhu Nath Jajodia (DIN: 00359900) as independent director of the company for a second term of 3 years, not liable to retire by rotation 5.

Resolution Required: (Ordinary / Special)	red: (Ordinary	/Special)	Special					
Whether promoter/promoter group are interested in agenda/resolution?	r/promoter gro da/resolution?	oup are	ON					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	0	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13,42,100	13,42,100	100.00%	13,42,100	NiI	100%	Nil
	Total	13,42,100	13,42,100	100.00%	13,42,100	Nil	100%	Nil
Public- Institutions	E-Voting	1	-	1	i i	and and		
	Total	ı	ł		1	I	-	1
Public- Non Institutions	E-Voting	36,58,800	15,81,467	43.22%	15,81,467	Nil	100%	Nil
	Total	36,58,800	15,81,467	43.22%	15,81,467	Nii	100%	Nii
Total		20,00,900	29,23,567	58.46%	29,23,567	Nil	100%	NiI
								0

