

FORM MGT-13 Scrutinizer's Report

[Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20(4) (XII) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

24th Annual General Meeting (AGM) of the Equity Shareholders of

Mohit Paper Mills Limited (the "Company") held on Friday, the 30th Day of September, 2016, at 10:00 a.m. at Bharat Banquet Hall, A-5, Naveen Vihar, Rajiv Nagar Extension, Begumpur Main Barwala Road, Delhi - 110 081

Dear Sir,

I, Prashant Kumar Balodia, Partner of M/s. PDS & CO., having its office at A-53, First Floor, Gurunanak Pura, Laxmi Nagar, Delhi- 110092, was appointed as Scrutinizer by the Board of Directors of **Mohit Paper Mills Limited** for the purpose of Scrutinizing e-voting process (remote e-voting) and voting by use of ballots at the meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at 24th Annual General Meeting of the Equity Shareholders of the Company held on Friday, the 30th day of September 2016, at 10:00 a.m. at Bharat Banquet Hall, A-5, Naveen Vihar, Rajiv Nagar Extension, Begumpur Main Barwala Road, Delhi - 110 081.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in notice of the 24th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL), and the report generated physically for meeting by use of ballots at the meeting.



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2. In accordance with the Notice of the 24thAnnual 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 8th September, 2016 the remote e-voting commenced on Tuesday, the 27th September, 2016 (9:00 a.m.) and ended on Thursday, the 29th September , 2016 (5:00 p.m.)
3. The Equity Shareholders holding shares either in physical form or in dematerialized form as on, Friday, the 23rd September, 2016 (the "Cut-off date") were entitled to cast their vote by remote e- voting on the resolutions stated in the Notice of the 24thAnnual General Meeting of the Company.
4. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent (R&TA) of the Company and authorizations/ proxies lodged with the Company. The votes were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot.
5. The ballots, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of Ballots at the meeting were first counted physically.
6. The votes on remote e-voting were unblocked at around 05:10 P.M. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of Equity Shareholders who have voted for and against were downloaded from the e- voting website of Central Depository Services (India) Limited, (<https://www.evotingindia.com>) and the same will be handed over to the Chairman.

The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



a) **Resolution- 1: Ordinary business:**

To receive, consider and adopt the financial statements of the company for the year ended March 31, 2016, including the audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110



b) Resolution - 2: Ordinary business

To appoint a Director in place of Mrs. Anju Jain (DIN-00459540), who retires from office by rotation and being eligible offers herself for re-appointment.

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110



(c) Resolution 3- Ordinary business:

To ratify the appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof:

“RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, pursuant to the recommendations of the audit committee of the Board of Directors and pursuant to the resolution passed by the members at the AGM held on September 30, 2014 the appointment of M/s Ajay Shreya & Co., Chartered Accountants (Registration Number-021423N), as the auditors be and is hereby ratified, to hold office till the conclusion of the 25th Annual General Meeting on remuneration as shall be fixed by the Board of Directors of the Company.”

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110



(d) Resolution 4- Special business:

To Appointment of Mr. Dilip Kumar Jha (DIN: 07322151) as Whole Time Director by Special Resolution:

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110

e) Resolution 5 - Special business:

To change in object clause by Special Resolution:

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00



(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110

f) Resolution 6- Special business

To consider the adoption of new set of Memorandum of Articles by Special Resolution:

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0



(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110

g) **Resolution 7 - Special business****To consider adoption of new set of Articles of Association by Special Resolution**(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	7794586	99.98
Voting by ballot	19	1641	00.02
Total	36	7796227	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	110



Continuation Sheet.....

7. All relevant records of voting will remain in our custody until the Chairman considers, approves and signs the minutes of the 24th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,



Prashant Kumar Balodia
Practicing Company Secretaries
FCS 6047, CP No. 6153
(Scrutinizer)

Place: Delhi
Date: 1st October, 2016