

ANIL SOMANI & ASSOCIATES

Company Secretaries

212, 2nd Floor, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara
Email Id: corporatesolutions14@gmail.com, (M) 09166611876

Scrutinizer's Report

To,
The Chairman,
M/s INANI MARBLES AND INDUSTRIES LTD.
F-17&58, RIICO Indl. Area, Chittorgarh, Rajasthan - 312001

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and poll for 23rd Annual General Meeting of Equity Shareholders held on Thursday, 28th September, 2017

Pursuant to the resolution passed by the Board of directors of **INANI MARBLES AND INDUSTRIES LTD.** (hereinafter referred to as "company") on Monday, 14th August 2017, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 23rd Annual General meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the notice to the 23rd AGM of the members of the company.

To enable wider participation of equity shareholders, pursuant to the provisions of section 108 of the Companies Act, 2013 and rules framed thereunder vide The companies (Management and administration) Rules, 2014 including The companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and SEBI's circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated April 17, 2014, every company having its equity shares listed on Recognized stock exchange, is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meeting or through postal ballot. Since the company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned circular of SEBI, remote e-voting which has been made applicable, the company provided for the same.

The company accordingly made arrangements with the system provider Central Depository Services Limited (herein after referred as "CDSL"), depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, Ankit Consultancy Private Limited (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evotingindia.com>.

The company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 14th August, 2017. The member of the company as on the cut-off date i.e. 21st September, 2017 were entitled to vote on the resolutions contained in the notice to the 23rd AGM of the members of the company.

	TYPE AND DESCRIPTION OF THE RESOLUTION
1) Ordinary Resolution: Adoption of Audited Financial Statement	Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet of the Company as at 31 st March, 2017 and Statement of Profit & Loss Account of the Company for the year ended on the same date together with the Report of Board of Directors and Auditors thereon.
2) Ordinary Resolution: Declaration Final Dividend	Ordinary Resolution to declare dividend @ 2% for the year ended 31 st March, 2017.



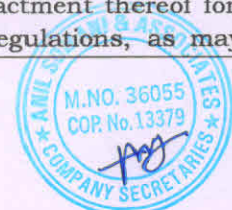
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3) Ordinary Resolution: Appointment of Director, liable to retire by rotation	Ordinary Resolution to appoint a Director in place of Shri Rajesh Kumar Inani (DIN 00410591) who has consented to retire by rotation for compliance with the requirements of Section 152 of the Companies Act, 2013, and being eligible, offers himself for re-appointment
4) Ordinary Resolution: Appointment of Director, liable to retire by rotation	Ordinary Resolution to appoint a Director in place of Shri Dinesh Kumar Inani (DIN 00410688) who has consented to retire by rotation for compliance with the requirements of Section 152 of the Companies Act, 2013, and being eligible, offers himself for re-appointment
5) Ordinary Resolution: Ratification of Appointment of Statutory Auditors	Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s Giriraj Garg & Co., Chartered Accountants vide ICAI Firm Reg. No. 017783C and M/s B K Dad & Associates , Chartered Accountants vide ICAI Firm Reg. No. 018840C be and are hereby appointed as Statutory Auditors of the Company in place of the retiring auditors, M/s Nyati Mundra & Co. Chartered Accountants vide ICAI Firm Reg. No. 008153C and M/s Mahesh C. Solanki & Co., Chartered Accountants vide ICAI Firm Reg. No. 06228C to hold such office for a term of five consecutive financial years, from the conclusion of this Annual General Meeting till the conclusion of the Twenty Eight Annual General Meeting of the Company to be held in the calendar year 2022, Subject to ratification by the Members at every Annual General Meeting, at such remuneration as may mutually agreed between the Board of Directors of the Company and the auditors.
6) Special Resolution: Adoption of new set of Articles of Association of Company inter alia pursuant to the Companies Act 2013	Special Resolution: "RESOLVED THAT pursuant to the provisions of section 5 and 14 of Companies Act, 2013 ('the Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company. RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution. RESOLVED FURTHER THAT Shri S. K. Inani Managing Director and Shri Mahesh Kumar Inani Director be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to the above resolution(s)
7) Special Resolution: Amendment(s) of Memorandum of Association of the Company	Special Resolution: "RESOLVED THAT pursuant to the provisions of section 13 of Companies Act, 2013 ('the Act'), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or reenactment thereof for the time being in force), and such other rules and regulations, as may be



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	<p>applicable, the consent of the Company be and is hereby accorded for alteration of Memorandum of Association of the Company by deleting Clause C – OTHER OBJECTS and accordingly Memorandum of Association will no longer carry Other Objects.</p> <p>RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.</p> <p>RESOLVED FURTHER THAT Shri S. K. Inani, Managing Director, Shri Mahesh Kumar Inani Director, be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to the above resolution(s).”</p>
<p>8) Ordinary Resolution: Appointment of Shri. Mahesh Kumar Inani (DIN 00322735) Director of the Company</p>	<p>Ordinary Resolution: RESOLVED THAT pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the rules made thereunder, Shri Mahesh Kumar Inani (DIN 00322735), who was appointed as an Additional Director of the Company by the Board of Directors with effect from October 17, 2016 and who holds office upto the date of this Annual General Meeting in terms of Section 161 (1) of the Act and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”</p>
<p>9) Special Resolution: Appointment of Shri. Mahesh Kumar Inani (DIN 00322735) Joint Managing Director of the Company</p>	<p>Special Resolution: RESOLVED THAT pursuant to Section 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to requisite regulatory approvals, if any, consent of the Company be and is hereby accorded for appointment of Shri. Mahesh Kumar Inani (DIN 00322735) as a Whole-time Director designated as Joint Managing Director of the Company for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of the Twenty Eight Annual General Meeting of the Company to be held in the calendar year 2022 and he shall not be liable to retire by rotation, upon the terms and conditions set out in the explanatory statement annexed to the notice convening this Annual General Meeting (including the remuneration to be paid in the event of loss or inadequacy of profit in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the term and conditions of the said appointment in such manner as may be agreed to between the board of directors and Shri Mahesh Kumar Inani .</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration of Shri Mahesh Kumar Inani based on the recommendation of the Nomination and Remuneration Committee subject to</p>



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	the condition that the remuneration shall not exceed the limits specified under Section 197 read with Schedule V of the Companies Act, 2013.”
10) Ordinary Resolution: appointment of Vandana Balmukund Gattani (DIN 07585207) as an Independent Director of the Company.	Ordinary Resolution: “RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to said Act and Companies (Appointment and qualification of Directors) Rules, 2014 , and the Regulation 16(1)(b) of the listing regulation as may be amended from time to time, Vandana Balmukund Gattani (DIN 07585207), Director of the Company, who was holding position of the independent Director of the Company whose period of office is not liable to determination by retirement of directors by rotation and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director of the company and who has also submitted a declaration confirming that she meets the criteria for independence as provided in section 149(6) of the Act and is eligible for appointment , be and is hereby appointed as an Independent Director of the Company to hold office a term up to five consecutive years up to 30 th September, 2022 and she shall not be liable to retire by rotation.”
11) Ordinary Resolution: appointment of Mukesh Logad (DIN 07820252) as an Independent Director of the Company.	Ordinary Resolution: “RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to said Act and Companies (Appointment and qualification of Directors) Rules, 2014 , and the Regulation 16(1)(b) of the listing regulation as may be amended from time to time, Mukesh Logad (DIN 07820252), Director of the Company, who was holding position of the independent Director of the Company whose period of office is not liable to determination by retirement of directors by rotation and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the company and who has also submitted a declaration confirming that he meets the criteria for independence as provided in section 149(6) of the Act and is eligible for appointment , be and is hereby appointed as an Independent Director of the Company to hold office a term up to five consecutive years up to 30 th September ,2022 and he shall not be liable to retire by rotation.”
12) Special Resolution: Appointment of Shri Rishi Raj Inani as a Chief Financial Officer of the Company	Special Resolution: “RESOLVED THAT pursuant to the provision Section 203 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder including Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to requisite regulatory approvals, if any, consent of the Company be and is hereby accorded for appointment of Shri. Rishi Raj Inani as a Chief Financial officer of the Company for a period of 5 years from 14 th November 2016 upto 13 November 2021, upon the terms and conditions set out in the explanatory statement annexed to the notice convening this Annual General Meeting and authority to the Board of Directors to alter and vary the term and conditions of the said appointment in such manner as may



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be agreed to between the board of directors and Shri Rishi Raj Inani .

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration of Shri Rishi Raj Inani based on the recommendation of the Nomination and Remuneration Committee.

Further to the above, I submit my report as under: -

1) As confirmed by management, the AGM notice dated 14th August, 2017 under section 101 of the Companies Act, 2013 was dispatched to 1486 (One Thousand Four Hundred Eighty Six) shareholders by registered post, courier and electronic means via e-mail respectively on or before 01st September, 2017.

2) As stated in sub*rules 4 of rule 20 of the companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of the (Management and Administration) Rules, 2014 an advertisement was published by the company on 05th September, 2017 in "The Economic Times." English newspaper and "Dashpur Express", vernacular newspaper, informing about the completion of the dispatch of the AGM notices, by means of registered post, courier and electronic means via e-mail, to the shareholders along with other related matters mentioned therein.

3) The remote e-voting period remained open from Monday, 25th September, 2017 at 9.00 a.m. and ended on Wednesday, 27th September, 2017, at 5.00 p.m.

4) The members of the company as on the cut-off date i.e. Thursday, 21st September, 2017 were entitled to vote on the resolutions.

5) The empty polling box was locked and sealed in the presence of members. Immediately after the conclusion of voting at AGM, votes cast at the meeting were counted first and the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the company.

6) The total number of fully paid up shares of the company outstanding as on 21st September, 2017 were 16262500. As on cut-off date, out of 1486 shareholders, 10 (Ten) shareholder has exercised their votes through remote e- voting and 22 (Twenty Two) shareholders has exercised their vote through poll at the AGM. The results (consolidated) for the item placed for consideration by the members is given below.

Resolution 1: To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and Statement of Profit & Loss Account of the Company for the year ended on the same date together with the Report of Board of Directors and Auditors thereon.

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the ordinary resolution under section 139 of the companies Act, 2013 as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 2: To Declaration Final Dividend

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	197330	98485	66.71	33.29
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	586393	98485	85.62	14.38
TOTAL		16262500	7885128	48.49	7786643	98485	98.75	1.25

Percentage of votes cast in favour:98.75%

Percentage of votes cast against: 1.25

RESULT: -

Since, the number of votes cast in favour of the resolution is 98.75%, I report that the ordinary resolution under section 139 of the companies Act, 2013 as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 3: To appoint a Director in place of Shri Rajesh Kumar Inani (DIN 00410591) who retires by rotation and being eligible, offers himself for reappointment.

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the ordinary resolution under section 139 of the companies Act, 2013 as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 4: To appoint a Director in place of Shri Dinesh Kumar Inani (DIN 00410688) who retires by rotation and being eligible, offers himself for reappointment.

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	09	6248813
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	31	6879628
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	31	6879628



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
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 favor (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 & Promoter Group	E-VOTING	9743210	5859750	60.14	5859750	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	6194750	73.90	6194750	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	6879628	42.30	6879628	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT:

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the ordinary resolution under section 139 of the companies Act, 2013 as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 5: Appointment of Auditors

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	21	608315
Grand Total of remote e-voting /polling at AGM (A+B)	C	31	7862628
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	31	7862628



ANIL SOMANI & ASSOCIATES

Company Secretaries

212, 2nd Floor, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara

Email Id: corporatesolutions14@gmail.com, (M) 09166611876

SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	273315	4.20	273315	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	662378	10.17	662378	0	100.00	0.00
TOTAL		16262500	7862628	48.35	7862628	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the ordinary resolution under section 139 of the companies Act, 2013 as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 6: Adoption of new set of Articles of Association of Company inter alia pursuant to the Companies Act 2013

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



ANIL SOMANI & ASSOCIATES

Company Secretaries

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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour: 100.00%

Percentage of votes cast against: 0.00

RESULT: - >

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the Special resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 7: Amendment(s) to Memorandum of Association of the Company

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



ANIL SOMANI & ASSOCIATES

Company Secretaries

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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour: 100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the special resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 8: Appointment of Shri. Mahesh Kumar Inani (DIN 00322735) Director of the Company

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	21	517815
Grand Total of remote e-voting /polling at AGM (A+B)	C	31	7772128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	31	7772128



ANIL SOMANI & ASSOCIATES

Company Secretaries

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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	222000	2.28	222000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7087250	72.74	7087250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7772128	47.79	7772128	0	100.00	0.00

Percentage of votes cast in favour: 100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the Special resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 9: Appointment of Shri. Mahesh Kumar Inani (DIN 00322735) Joint Managing Director of the Company

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	21	517815
Grand Total of remote e-voting / polling at AGM (A+B)	C	31	7772128
Less: Invalid remote e-voting/polls at AGM*(on account of for / against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	31	7772128



ANIL SOMANI & ASSOCIATES

Company Secretaries

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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	222000	2.28	222000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7087250	72.74	7087250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7772128	47.79	7772128	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the Special resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 10: Appointment of Vandana Balmukund Gattani (DIN 07585207) as an Independent Director of the Company.

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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Company Secretaries

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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 11: Appointment of Mukesh Logad (DIN 07820252) as an Independent Director of the Company.

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour: 100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the Ordinary resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 12: Appointment of Shri Rishi Raj Inani as a Chief Financial Officer of the Company

Total No. of shareholders	1486		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	7254313
Total votes cast through polling at AGM	B	22	630815
Grand Total of remote e-voting / polling at AGM (A+B)	C	32	7885128
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	0	0
Net remote e-voting/polling at AGM(c-d)	E	32	7885128



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SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
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 favor (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 & Promoter Group	E-VOTING	9743210	6865250	70.46	6865250	0	0.00	0.00
	POLL	9743210	335000	3.44	335000	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9743210	7200250	73.90	7200250	0	100.00	0.00
Public - Institutions	E-VOTING	4500	0	0.00	0	0	0.00	0.00
	POLL	4500	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6514790	389063	5.97	389063	0	100.00	0.00
	POLL	6514790	295815	4.54	295815	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	6514790	684878	10.51	684878	0	100.00	0.00
TOTAL		16262500	7885128	48.49	7885128	0	100.00	0.00

Percentage of votes cast in favour:100.00%

Percentage of votes cast against: 0.00

RESULT: -

Since, the number of votes cast in favour of the resolution is 100.00%, I report that the Special resolution as set out in the notice of AGM dated 14th August, 2017 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

I further report that as per the notice dated 14th August, 2017 the chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the company's website www.inanimarbles.com and on the website of CDSL and shall also be communicated to the stock Exchange.

I further report that as per the said rules, the records maintained by me including the data as obtained from CDSL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through polling at AGM, which includes all the particulars of the shareholders such as the name, folio number /DPID/client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the chairman /company secretary of the company.



ANIL SOMANI & ASSOCIATES

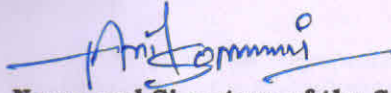
Company Secretaries

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Email Id: corporatesolutions14@gmail.com, (M) 09166611876

The report may be treated as a report under section 109 of the companies Act, 2013 and rule 21(2) of the companies (Management and Administration) Rules 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully,



Name and Signature of the Scrutinizer
Anil Kumar Somani
Practicing Company Secretary
COP: 13379



Date: 03.10.2017
Place: Bhilwara