

ANIL SOMANI & ASSOCIATES

Company Secretaries

B-4, Ganpati Complex, Near Vishal Mega Mart, Pur Road, Bhilwara

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

Scrutinizer's Report

To,
The Chairman,
INANI MARBLES AND INDUSTRIES LTD.
F-17&58, RIICO INDL. AREA,
CHITTORGARH RJ 312001

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and poll for 24th Annual General Meeting of Equity Shareholders held on Saturday, 29th September, 2018

Pursuant to the resolution passed by the Board of directors of **INANI MARBLES AND INDUSTRIES LIMITED** (hereinafter referred to as "company") on Tuesday, 14th August 2018, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 24th 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 24th 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 Service 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, M/s Ankit Consultancy Pvt. Ltd. (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evoting.india.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, 2018. The member of the company as on the cut-off date i.e. 22nd September, 2018 were entitled to vote on the resolutions contained in the notice to the 24th 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 Financial Statements for the financial year ended 31 st March, 2018, together with the Reports of the Board Directors and the Auditors thereon.
2) Ordinary Resolution: Declaration of	To declare dividend @ 2% for the year ended 31 st March, 2018.



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Resolution: Appointment of Shri Harish Kumar Inani (DIN00219679) as director	who retires by rotation and being eligible, offers himself for reappointment.
4) Ordinary Resolution: Ratification of Appointment of Statutory Auditors	"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, 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 the Retiring Auditors of the Company, be and are hereby rectifies the appointed as the Statutory Auditors of the Company for the Financial Year 2018-19 on such remuneration as may be fixed by the Board.
5) Ordinary Resolution: Appointment of Shri Sudhir Kumar Bhatnagar as a Director of the Company	"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, Shri Sudhir Kumar Bhatnagar, in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to 30 th September, 2023 and he shall not be liable to retire by rotation."

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

1) As confirmed by management, the AGM notice dated 14th August, 2018 under section 101 of the Companies Act, 2013 was dispatched to 1597 (One Thousand Five Hundred Ninety Seven) shareholders by registered post/courier and electronic means via e-mail respectively on or before 5th September, 2018.

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 8th September, 2018 in "The Economic times" English newspaper and on 8th September, 2018 in "Jannayak" 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 Wednesday, 26th September, 2018 from 9.00 A.M. and ended on Friday, 28th September, 2018 at 5.00 P.M.

4) The members of the company as on the cut-off date i.e. Saturday, 22nd September, 2018 were entitled to vote on the resolutions.

5) The empty polling box was locked and sealed in the presence of members. Immediately after the

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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 22nd September, 2018 were 16262500. As on cut-off date, out of 1587 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 Financial Statements of the Company for the financial year ended 31st March, 2018

Total No. of shareholders	1587		
Total No. of shares	16262500		
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	10	5719777
Total votes cast through polling at AGM	B	22	528107
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	6247884
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	32	6247884

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	9718345	5453750	56.12	5453750	0	100.00	0.00
	POLL	9718345	260000	2.68	260000	0	100.00	0.00
	TOTAL	9718345	5713750	58.79	5713750	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
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6539655	266027	4.07	266027	0	100.00	0.00
	POLL	6539655	268107	4.10	268107	0	100.00	0.00
	TOTAL	6539655	534134	8.17	534134	0	100.00	0.00
TOTAL		16262500	6247884	38.42	6247884	0	100.00	0.00

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RESULT: -

Since, the number of votes cast in favour of the resolution is nearly 100%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2018 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 declare dividend @ 2% for the year ended 31st March, 2018

Total No. of shareholders	1587		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	5719777
Total votes cast through polling at AGM	B	22	528107
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	6247884
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	32	6247884

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	9718345	5453750	56.12	5453750	0	100.00	0.00
	POLL	9718345	260000	2.68	260000	0	100.00	0.00
	TOTAL	9718345	5713750	58.79	5713750	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
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6539655	266027	4.07	266027	0	100.00	0.00
	POLL	6539655	268107	4.10	263478	4629	98.27	1.73
	TOTAL	6539655	534134	8.17	529505	4629	99.13	0.87
TOTAL		16262500	6247884	38.42	6243255	4629	99.93	0.07



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Since, the number of votes cast in favour of the resolution is nearly 99.93%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2018 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 Harish Kumar Inani (DIN 00219679) who retires by rotation and being eligible, offers himself for reappointment.

Total No. of shareholders	1587		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	5719777
Total votes cast through polling at AGM	B	22	528107
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	6247884
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	32	6247884

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	9718345	5453750	56.12	5453750	0	100.00	0.00
	POLL	9718345	260000	2.68	260000	0	100.00	0.00
	TOTAL	9718345	5713750	58.79	5713750	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
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6539655	266027	4.07	256006	10021	96.23	3.77
	POLL	6539655	268107	4.10	268107	0	100.00	0.00
	TOTAL	6539655	534134	8.17	524113	10021	98.12	1.88
TOTAL		16262500	6247884	38.42	6237863	10021	99.83	0.17

RESULT: -

Since, the number of votes cast in favour of the resolution is nearly 99.83%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2018 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

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Resolution 4: Ratification of appointment of Statutory Auditor

Total No. of shareholders	1587		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	5719777
Total votes cast through polling at AGM	B	22	528107
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	6247884
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	32	6247884

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	9718345	5453750	56.12	5453750	0	100.00	0.00
	POLL	9718345	260000	2.68	260000	0	100.00	0.00
	TOTAL	9718345	5713750	58.79	5713750	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
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6539655	266027	4.07	256006	10021	96.23	3.77
	POLL	6539655	268107	4.10	268107	0	100.00	0.00
	TOTAL	6539655	534134	8.17	524113	10021	98.12	1.88
TOTAL		16262500	6247884	38.42	6237863	10021	99.83	0.17

RESULT: -

Since, the number of votes cast in favour of the resolution is nearly 99.83%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2018 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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Resolution 5: To appointment of Shri Sudhir Kumar Bhatnagar as an Independent Director of the Company

Total No. of shareholders	1587		
Total No. of shares	16262500		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	10	5719777
Total votes cast through polling at AGM	B	22	528107
Grand Total of remote e-voting /polling at AGM (A+B)	C	32	6247884
Less: Invalid remote e-voting/polls at AGM*(on account of for /against option not indicated)	D	2	73500
Net remote e-voting/polling at AGM(c-d)	E	30	6174384

(Shri Sudhir Kumar Bhatnagar and his wife Mrs. Kiran Bhatnagar are interested in above resolution and vote of 73500 cast by both not considered)

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	9718345	5453750	56.12	5453750	0	100.00	0.00
	POLL	9718345	260000	2.68	260000	0	100.00	0.00
	TOTAL	9718345	5713750	58.79	5713750	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
	TOTAL	4500	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6539655	266027	4.07	256006	10021	96.23	3.77
	POLL	6539655	194607	2.98	194607	0	100.00	0.00
	TOTAL	6539655	460634	7.05	450613	10021	97.82	2.18
TOTAL		16262500	6174384	37.97	6164363	10021	99.83	0.17

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.83%, I report that the ordinary resolution as set out in the notice of AGM dated 14th August, 2018 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.



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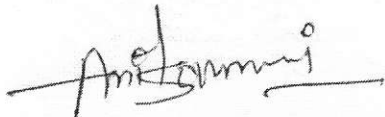
I further report that as per the notice dated 14th August, 2018 the chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the company's website www.inanimarbles.com and on the website of CDSL and shall also be communicated to 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.

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: 01.10.2018
Place: Bhilwara