

**Combined Scrutinizer's Report for E-voting and Poll of  
Inland Printers Limited**

Date: September 30, 2019

To,  
The Chairman of the 39<sup>th</sup> Annual General Meeting of  
Inland Printers Limited  
800, 8<sup>th</sup> Floor, Sangita Ellipse,  
Sahakar Road, Vile Parle (East),  
Mumbai- 400 057

Dear Sir,

Reg:- Passing of Resolution through electronic and poll conducted at the 39<sup>th</sup> Annual General Meeting (AGM) of Inland Printers Limited ("the Company") held on 30<sup>th</sup> September, 2019

The Board of Directors of the Company has appointed me i.e. Mr. Sanjay Shringarpure, Partner of M/s PRS Associates, Practicing Company Secretary, having my office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400023 as a Scrutinizer for the purpose of the e-voting and poll on the below mentioned resolution(s) at the 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Inland Printers Limited held on 30<sup>th</sup> September, 2019 at 11.30 a.m. at Shabri, Sai-Dwar, Near Laxmi Ind, Estate, Oberio Complex Road, Sab TV lane, Andheri West, Mumbai-400053 and submit my report as under:

- 1) The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of Electronic voting to the shareholders of the company from 27<sup>th</sup> September, 2019 (9.00 a.m. IST) to 29<sup>th</sup> September, 2019 (5.00 p.m. IST). The E-voting results were unblocked by me on 4.00 p.m. on 30<sup>th</sup> September, 2019 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 30<sup>th</sup> September, 2019.
- 2) At the 39<sup>th</sup> Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> September, 2019, the Chairman of the Company had, as statutorily required, called for a poll to



facilitate the Members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in form MGT-13 dated 30th September, 2019.

3) The result of the E-voting together with that of the Poll is as under:

Sr. No.	Subject matter (as set out in the Notice of the AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes / Ballot
1.	Adoption of Financial Statement for the year ended March 31, 2019 and, the Director's and Auditor's Reports thereon.	E-Voting	1,55,360	0	0
		AGM Poll	41,90,500	0	0
		<b>Total</b>	<b>43,45,860</b>	<b>0</b>	<b>0</b>
2.	Re-appointment of Mrs. Nitaben Patel as a Director liable to retire by rotation.	E-Voting	1,55,360	0	0
		AGM Poll	41,90,500	0	0
		<b>Total</b>	<b>43,45,860</b>	<b>0</b>	<b>0</b>
3.	Re-appointment of K. K. Khadaria & Co., Chartered Accountants as Statutory Auditor and fix their remuneration	E-Voting	1,55,360	0	0
		AGM Poll	41,90,500	0	0
		<b>Total</b>	<b>43,45,860</b>	<b>0</b>	<b>0</b>
4.	Re-appointment of Mr. Ashok Bansal (DIN: 00483970) as Independent Director	E-Voting	1,55,360	0	0
		AGM Poll	41,90,500	0	0
		<b>Total</b>	<b>43,45,860</b>	<b>0</b>	<b>0</b>
5.	Re-appointment of Mr. Melwyn Fernandes (DIN: 00497902) as Independent Director.	E-Voting	1,55,360	0	0
		AGM Poll	41,90,500	0	0
		<b>Total</b>	<b>43,45,860</b>	<b>0</b>	<b>0</b>

4) Based on the foregoing, all the Resolutions as mentioned in serial No(s) 1 to 50 stands passed unanimously under E-voting and poll.

Yours faithfully,  
PRS Associates  
Company Secretaries

  
Sanjay Shringarpure  
Partner

Membership No. FCS - 2857  
C. P. No. 6107





### Scrutinizer's Report

To,  
The Chairman,  
39<sup>th</sup> Annual General Meeting  
Inland Printers Limited  
Mumbai - 400 057

Dear Sir,

I, Sanjay Shringarpure, Partner of M/S PRS Associates, Practicing Company Secretary having my office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400023 have been appointed as a Scrutinizer of Inland Printers Limited ("the Company") for the purpose of the 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 as amended from time to time and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the resolution(s), for the 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Inland Printers Limited held on 30<sup>th</sup> September, 2019 at 11.30 a.m. at Shabri, Sai-Dwar, Near Laxmi Ind, Estate, Oberio Complex Road, Sab TV lane, Andheri West, Mumbai-400053.

We submit our report as under:

1. The e-voting period remained open for three days commencing from 27<sup>th</sup> September, 2019 (9.00 a.m. IST) to 29<sup>th</sup> September, 2019 (5.00 p.m. IST).
2. The shareholders holding shares as on the "cut-off" date i.e. 23<sup>rd</sup> September, 2019 were entitled to vote on the proposed resolutions (item no 1 to 5 as set out in the Notice of the 39<sup>th</sup> AGM of Inland Printers Limited)





3. The votes were unblocked on 30<sup>th</sup> September, 2019 at 4.00 p.m. in the presence of two witnesses, Mr. Narayan Parekh (A-401 Ambika Plaza, 90 Feet Road, Mulund (East), Mumbai - 400 081) and Ms. Shreya Negandhi (301, Shankar Nagar, Tilak Road, Ghatkopar (east) Mumbai-77) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Narayan Parekh

Name: - Narayan Parekh

Shreya Negandhi

Name: - Shreya Negandhi

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e-voting website of Central Depository Services (India) Limited (<http://www.evoting.india.com/>).
5. The result of the e-voting is as under:

- (i) Resolution 1- Adoption of Financial Statement for the year ended March 31, 2019 and the Report of Directors and Auditors thereon.

Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	155360	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Invalid votes:

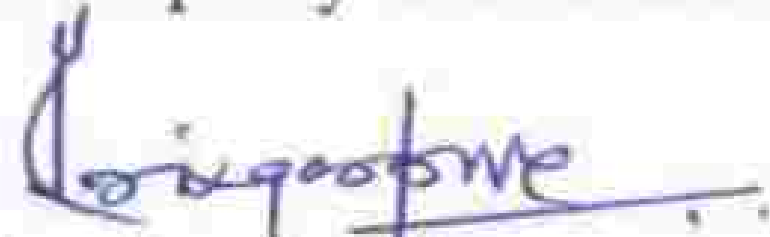
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Director authorised by the Board for safe keeping.

Thanking You.

Yours faithfully,

PRS Associates  
Company Secretaries

  
Sanjay Shringarpure  
Partner



Membership No. FCS - 2857  
C. P. No. 6107

Place: Mumbai

Dated: September 30, 2019

- (ii) Resolution 2-Re-appointment of Mrs Nitaben Patel as Director, who retires by rotation .

Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	155360	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- (iii) Resolution 3:-Re-appointment of M/s K.K. Khadaria & Co., Chartered Accountants as Auditors and fixing their remuneration.

Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	155360	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(iv) Resolution 4:-Re-appointment of Mr.Ashok Bansal (DIN:00483970)as Independent Director.

Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	155360	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(V)Resolution 5:-Re-appointment of Mr. Melwyn Fernandes (DIN00497902) as Independent Director.

Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	155360	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0







FORM No. MGT-13  
Report of Scrutinizer(s)

Dated: September 30, 2019

To,  
The Chairman,  
39<sup>th</sup> Annual General Meeting  
Inland Printers Limited  
Mumbai - 400 057

Dear Sir,

I, Sanjay Shringarpure, Partner of M/s PRS Associates, Practicing Company Secretary having my office at C-4, Raja Bahadur Mansion, 2<sup>nd</sup> Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400 023 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Inland Printers Limited held on 30<sup>th</sup> September, 2019 at 11.30 a.m. at Shabri, Sai-Dwar, Near Laxmi Ind, Estate, Oberio Complex Road, Sab TV lane, Andheri West, Mumbai-400053 and submit my report as under:

- 1) After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2) The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3) The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4) The result of the Poll is as under:





- (i) Resolution 1- Adoption of Financial Statement for the year ended March 31, 2019 and the Director's and Auditor's Reports thereon.

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	41,90,500	100

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

- (ii) Resolution 2- Re-appointment of Mrs. Nitaben Patel as Director liable to retire by rotation.

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	41,90,500	100

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



- (iii) Resolution 3- Re-appointment of K. K. Khadaria & CO., Chartered Accountants as Statutory Auditor's and fixing their remuneration.

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	41,90,500	100

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

- (iv) Resolution 4- Re-appointment of Mr.Ashok Bansal (DIN:00483970)as Independent Director.

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	41,90,500	100

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

- (V) Resolution 5:-Re-appointment of Mr. Melwyn Fernandes (DIN:00497902) as Independent Director.



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	41,90,500	100

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

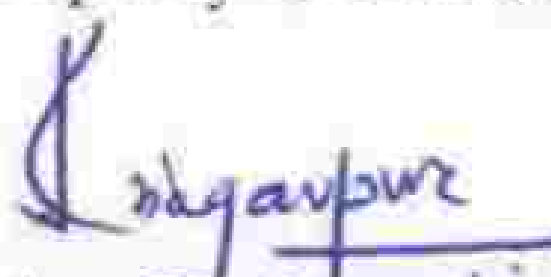
- 5) A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6) The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,

PRS Associates

Company Secretaries

  
Sanjay Shringarpure  
Partner



Membership No. FCS - 2857

C. P. No. 6107

Witnesses:-

Name: - 1. Mr. Narayan Parekh 

2. Ms. Shreya Negandhi 



# INLAND PRINTERS LIMITED

1 - Adoption of Financial statements for the year ended March 31, 2019 and the Directors' and Auditors' Reports thereon.

Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	4186400	0	0.0000	0	0	0.0000	0.0000
	Poll		4186400	100.0000	4186400	0	100.0000	0.0000
	Postal Ballot							
	<b>Total</b>		<b>4186400</b>	<b>100.0000</b>	<b>4186400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5300	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot							
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3027100	155360	5.1323	155360	0	100.0000	0.0000
	Poll		4100	0.1354	4100	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>159460</b>	<b>5.2677</b>	<b>159460</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>7218800</b>	<b>4345860</b>	<b>60.2020</b>	<b>4345860</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





# INLAND PRINTERS LIMITED

Resolution Required : (Ordinary)									
2 - Re-appointment of Mrs. Nitaben Patel as Director, who retires by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	4186400	0	0.0000	0	0	0.0000	0.0000	
	Poll		4186400	100.0000	4186400	0	100.0000	0.0000	
	Postal Ballot								
	<b>Total</b>		<b>4186400</b>	<b>100.0000</b>	<b>4186400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting	5300	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot								
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting	3027100	155360	5.1323	155360	0	100.0000	0.0000	
	Poll		4100	0.1354	4100	0	100.0000	0.0000	
	Postal Ballot								
	<b>Total</b>		<b>159460</b>	<b>5.2677</b>	<b>159460</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Total</b>		<b>7218800</b>	<b>4345860</b>	<b>60.2020</b>	<b>4345860</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	





INLAND PRINTERS LIMITED									
Resolution Required : (Ordinary)			3 - Re-appointment of K. K. Khadaria & Co, as Statutory Auditors of the Company						
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 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	4186400	0	0.0000	0	0	0.0000	0.0000	
	Poll		4186400	100.0000	4186400	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		4186400	100.0000	4186400	0	100.0000	0.0000	
Public Institutions	E-Voting	5300	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	E-Voting	3027100	155360	5.1323	155360	0	100.0000	0.0000	
	Poll		4100	0.1354	4100	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		159460	5.2677	159460	0	100.0000	0.0000	
Total		7218800	4345860	60.2020	4345860	0	100.0000	0.0000	

# INLAND PRINTERS LIMITED

Resolution Required : (Special)

4 - Re-appointment of Mr. Ashok Bansal as an Independent Director

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 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	4186400	0	0.0000	0	0	0.0000	0.0000
	Poll		4186400	100.0000	4186400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4186400</b>	<b>100.0000</b>	<b>4186400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5300	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3027100	155360	5.1323	155360	0	100.0000	0.0000
	Poll		4100	0.1354	4100	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>159460</b>	<b>5.2677</b>	<b>159460</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>7218800</b>	<b>4345860</b>	<b>60.2020</b>	<b>4345860</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





# INLAND PRINTERS LIMITED

INLAND PRINTERS LIMITED									
Resolution Required : (Special)		5 - Re-appointment of Mr. Melwyn Fernandes as Independent Director of the company							
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 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	4186400	0	0.0000	0	0	0.0000	0.0000	
	Poll		4186400	100.0000	4186400	0	100.0000	0.0000	
	Postal Ballot			0.0000	0	0	0.0000	0.0000	
	Total		4186400	100.0000	4186400	0	100.0000	0.0000	
Public Institutions	E-Voting	5300	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot			0.0000	0	0	0.0000	0.0000	
	Total			0.0000	0	0	0.0000	0.0000	
Public Non Institutions	E-Voting	3027100	155360	5.1323	155360	0	100.0000	0.0000	
	Poll		4100	0.1354	4100	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		159460	5.2677	159460	0	100.0000	0.0000	
	Total	7218800	4345860	60.2020	4345860	0	100.0000	0.0000	

