



Saurabh Agrawal & Co.
Company Secretaries

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FORM NO. MGT-13

COMBINED SCRUTINIZER'S REPORT ON E-VOTING AND ON POLL

Pursuant to the Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014

To
The Chairman
23rd Annual General Meeting of the Equity Shareholders of
Emmsons International Limited
(CIN: L74899DL1993PLC053060)
Held on Thursday, 24th May, 2018 at 11:00 AM at
Niryat Bhawan, Rao Tula Ram Marg, Opp.
Army Hospital Research & Referral,
New Delhi - 110057

Sub: Combined Scrutinizer's Report on E-Voting carried out during 21st May, 2018 (9:00 am) to 23rd May, 2018 (5:00 PM) and Poll conducted at the 23rd Annual General Meeting of the Equity Shareholders of Emmsons International Limited held on Thursday, 24th May, 2018 at 11:00 AM

Dear Sir,

I, Saurabh Agrawal, Company Secretary in Practice, holding Membership Number 5430 Partner M/s. Saurabh Agrawal & Co., Company Secretaries, having office at 403, Nirmal Tower, 26 Barakhamba Road, Connaught Place, New Delhi-110001 have been appointed as the Scrutinizer for the Remote Electronic voting and for the purpose of poll taken on the at 23rd Annual General Meeting of the Equity Shareholders of Emmsons International Limited held on Thursday, 24th May, 2018 at 11:00 AM to furnish the combined Scrutinizer's report as under:

1. The Company engaged the services of Central depository Services (India) Limited (CDSL) to offer the e-voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its shareholders for the period commencing on 21st May, 2018 (9:00 AM) to 23rd May, 2018 (5:00 PM). The shareholders whose names appeared in the Register of Members/List of Beneficial Owners as on 17th May, 2018 (i.e. cut-off date) were allowed to participate and vote electronically during the aforesaid period of e-voting. On 24th Day of May, 2018, the votes cast through e-voting facility were duly unblocked by me in the presence of Ms. Deepti Aggarwal and Ms. Pooja Jain who were present as witnesses.
2. At the 23rd Annual General Meeting of the Company held on Thursday, the 24th day of May, 2018 at 11:00 A.M. at Niryat Bhawan, Rao Tula Ram Marg, Opp. Army Hospital Research & Referral, New Delhi - 110057, poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
3. Further, 01 (One) empty ballot (polling) box was locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot (polling) box was unlocked by me in the presence of Ms. Deepti Aggarwal and Ms. Pooja Jain and the poll papers were diligently scrutinized by me. 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.

4. Combined results of the Remote Electronic voting and Poll are as under:

ORDINARY BUSINESSES:

RESOLUTION NO. 1

ORDINARY RESOLUTION: PASSED

To receive, consider and adopt:

- (a) the audited financial statement of the company for the financial year ended March 31, 2016. The report of Board of Directors and Auditor's thereon and
- (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2016.

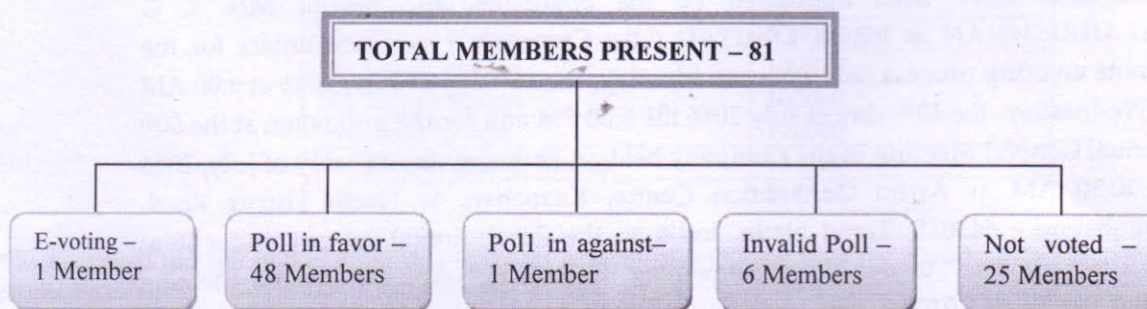
VALID VOTES

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	20	1957478	100	-	-	-
Poll	48	5325714	99.99	1	11	0.01
Total	68	7283192	99.99	1	11	0.01

INVALID VOTES

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	6	1064
Total	6	1064

*Total 81 members were present out of which 1 member casted his vote through electronic means, hence not considered in polling and 25 members, who were present in the meeting but neither casted their vote through e-voting nor poll.



* Company has received 6 (Six) discrepant proxy forms, hence the proxy forms and their voting were not considered in above calculation.

RESOLUTION NO. 2

ORDINARY RESOLUTION: PASSED

To appoint a Director in place of Mr. Rajesh Monga (DIN: 00249642), who retires by rotation and, being eligible offers himself for re-appointment.



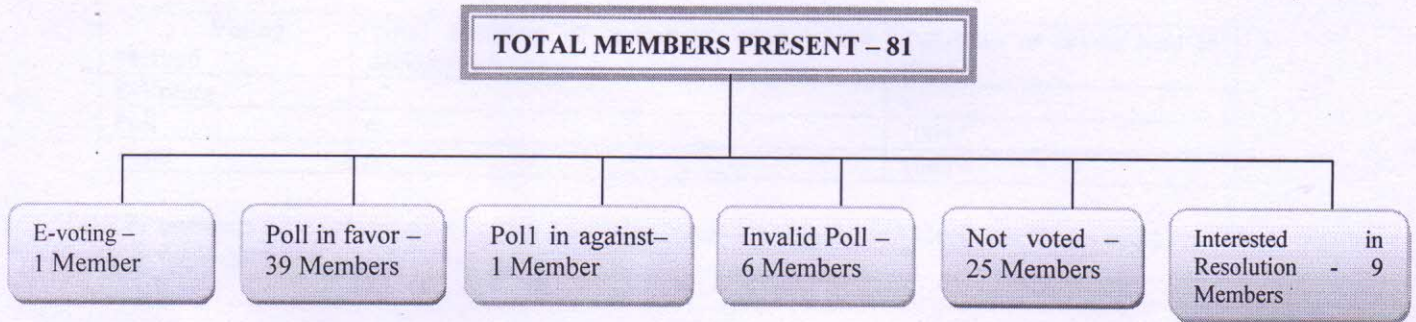
VALID VOTES

Voting Method	Votes in favor of the Resolution			Votes against the Resolution		
	Members Voted	No. of shares	%	Members Voted	No. of shares	%
E-Voting	13	1091134	100	-	-	-
Poll	39	812510	99.99	1	11	0.01
Total	52	1903644	99.99	1	11	0.01

INVALID VOTES

Voting Method	Total Number of members whose vote declared invalid	Total no. of shares held by them
E-Voting	-	-
Poll	6	1064
Total	6	1064

*Total 81 members were present out of which 1 member casted his vote through electronic means and 25 members, who were present in the meeting but neither casted their vote through e-voting nor poll.



*Votes casted through **e-voting** by the following members in favor of resolution were not considered as they all are interested in the resolution:-

Name of shareholder	No. of shares
Ms. Suman Monga	11714
Mr. Kanishk Monga	20460
Mr. Shivaz Monga	400000
Mr. Shivaz Monga	100070
Ms. Manya Monga	100000
Ms. Rashi Monga	100000
Mr. Sanjeev Kumar Monga	134100
Total	866344

* Votes casted through **Poll** by following members in favor of resolution were not considered as they all are interested in the resolution.

Name of shareholder	No. of shares
Ms. Renu Monga	165228
Ms. Renu Monga	100000
Ms. Sheela Monga	199200
Ms. Poonam Monga	108000
Mr. Anil Monga	284436
Ms. Anil Monga	2607280
Mr. Rajesh Monga	45560
Mr. Rajesh Monga	977720
Ms. Amita Baghi	25780
Total	4513204



