

DINESH AGARWAL
Practicing Company Secretary

16/1A, Abdul Hamid Street
(British Indian Street),
4th Floor, Room No.4B,
Kolkata-700069, West Bengal
Phone No.: (033) 4073-4606
Mobile Phone No.: +91 93397-40007
E-Mail Address: agarwaldcs@yahoo.co.in

SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

To

The Chairman of the 36th (Thirty Sixth) Annual General Meeting (AGM) of Members of **M/s. Authum Investment & Infrastructure Limited** (CIN: L51109WB1982PLC035088), held on Saturday, 29th day of September, 2018 at 7, Mangoe Lane, 2nd Floor, Room No.212, Kolkata- 700001, West Bengal, India at 11:30 A.M.

Dear Sir,

I, **Dinesh Agarwal**, Practicing Company Secretary (COP No.5881), appointed by the Board of Directors of **M/s. Authum Investment & Infrastructure Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-Voting and voting by use of ballot at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings in respect of the below mentioned Resolutions proposed at the 36th Annual General Meeting of the Company held on Saturday, 29th day of September, 2018 at 7, Mangoe Lane, 2nd Floor, Room No.212, Kolkata-700001, West Bengal, India at 11:30 A.M., do hereby submit my report as follows:

(a) The **Notice dated 14th May, 2018** convening the 36th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent by 04.09.2018 to the members of the company.

(b) The company provided remote e-voting facility offered by Central Depository Services Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting.

(c) The members holding shares either in physical or dematerialized form, as on the "**Cut Off "date i.e. 24th September, 2018**" were entitled to vote on the proposed resolutions.

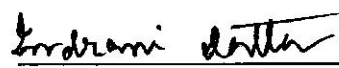
(d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on **Wednesday, September 26, 2018 at 09:00 AM (IST) and ended on Friday, September 28, 2018 at 5:00 PM (IST)**.

(e) The member and/or their proxy at the meeting exercised their voting rights through ballot papers at the poll conducted at the Annual General Meeting as stated above.

(f) After conclusion of voting at the 36th Annual General Meeting, the votes cast through remote e-voting were unblocked in presence of **Mrs Suman Khandelwal** and **Mrs Indrani Datta** who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014 and thereafter the votes cast at the meeting were counted, neither of whom is in the employment of the Company.

They have signed in confirmation of the votes being unblocked in their presence:


(Mrs. Suman Khandelwal)


(Mrs. Indrani Datta)



(g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting, as well as the report generated from the e-voting website of CDSL, <http://www.evotingindia.com> in respect of remote e-voting.

=2=

(h) 6 Members have cast their votes through remote e-voting and all such votes are valid and 156 Members and/or their proxy have cast their votes through poll at the AGM venue, out of which '0' are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

ORDINARY BUSINESS: ORDINARY RESOLUTION: No.1: To receive, consider and adopt the Financial Statement of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes cast in favour		Votes cast against		Invalid Votes		Total Votes cast	
	No.	%	No.	%	No.	%	No.	%
E-voting	1540018	99.96	0	0	0	0	1540018	99.96
Poll	641	0.04	0	0	0	0	641	0.04
Total	1540659	100.00	0	0	0	0	1540659	100.00

ORDINARY BUSINESS: ORDINARY RESOLUTION: No.2: To authorise Board of Directors to fix the remuneration of M/s Sanghai & Co., Chartered Accountants (Firm Registration Number: 309079E), as Statutory Auditor of the Company for the years 2018-19 onwards:.

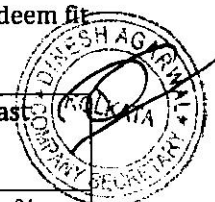
Manner of Voting	Votes cast in favour		Votes cast against		Invalid Votes		Total Votes cast	
	No.	%	No.	%	No.	%	No.	%
E-voting	1540018	99.96	0	0	0	0	1540018	99.96
Poll	641	0.04	0	0	0	0	641	0.04
Total	1540659	100.00	0	0	0	0	1540659	100.00

SPECIAL BUSINESS: SPECIAL RESOLUTION: No.3: To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

"RESOLVED THAT in supersession of the earlier resolution passed at the Thirty Second Annual General Meeting of the Company held on 29th September, 2014, pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of Rs. 500 Crores (Rupees Five Hundred Crores only) at any point of time"

"RESOLVED FURTHER THAT Board of Directors of the company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any others person as it may deem fit subject to the provision of the Companies Act, 2013."

Manner of Voting	Votes cast in favour		Votes cast against		Invalid Votes		Total Votes cast	
	No.	%	No.	%	No.	%	No.	%
E-voting	1540018	99.96	0	0	0	0	1540018	99.96
Poll	641	0.04	0	0	0	0	641	0.04
Total	1540659	100.00	0	0	0	0	1540659	100.00



SPECIAL BUSINESS: SPECIAL RESOLUTION: No.4: To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT provisions of the Companies Act, 2013 read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded for the re-appointment of Mr. Navin Kumar Jain (DIN 00465888) as Managing Director of the Company for the period of five years with effect from 01st April, 2018 and the payment of remuneration of Rs. 6,00,000/- per annum.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

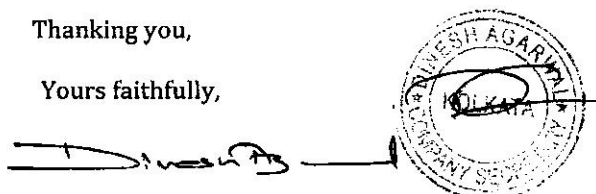
Manner of Voting	Votes cast in favour		Votes cast against		Invalid Votes		Total Votes cast	
	No.	%	No.	%	No.	%	No.	%
E-voting	1540018	99.96	0	0	0	0	1540018	99.96
Poll	641	0.04	0	0	0	0	641	0.04
Total	1540659	100.00	0	0	0	0	1540659	100.00

All the Resolutions mentioned in the 36th AGM Notice dated May 14, 2018, as per the details above stand passed under Remote e-Voting and voting conducted at AGM by way of ballot papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the Registers/records received from the service provider electronically in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the chairman signs the Minutes of 36th AGM.

Thanking you,

Yours faithfully,



(DINESH AGARWAL)
Practicing Company Secretary
C. P. No.5881
Membership No.6315

Place: Kolkata
Date: 29/09/2018

Date: 01st October, 2018

To,
The Manager-DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street
Mumbai-400001

To,
The Executive Listing
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata-700001

Script Code: 539177

Script Code: 11262

Dear Sir,

Sub: Disclosure of Voting Results of 36th Annual General Meeting –Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, please find enclosed herewith voting results of the 36th Annual General Meeting (AGM) of the company held on Saturday, 29th September, 2018 at the registered office of the Company at 7 Mangoe Lane, Room No. 212, Kolkata – 700001.

The same is for information and records.

Yours faithfully
For Authum Investment & Infrastructure Limited



Navin Kumar Jain
Managing Director
DIN-00465888



36TH AGM VOTING RESULTS

Date of Annual General Meeting (AGM)	29 th September, 2018
Total number of shareholders on record date	833 (As on 24 th Sept, 2018)
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group: 2. Public:	Not Applicable 156
No. of shareholders attended the meeting through Video Conferencing 1. Promoters and Promoter Group: 2. Public:	Not Applicable Not Applicable

BELOW ARE THE RESOLUTION WISE COMBINED RESULT OF E-VOTING AND POLL:-

Resolution Required: (Ordinary/Special) – Agenda Item No. 1					Ordinary Resolution – To receive, consider and adopt the Financial Statement of the Company for the financial year ended 31 st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.			
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					No			
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
Promoters/ Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Sub-Total		0	0	0	0	0	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
	Poll		--	--	--	--	--	
	Sub-Total		0	0	0	0	0	
Public – Non- Institutions	E- Voting	11528090	1540018	13.36	1540018	0	100.000	0
	Poll		641	0.0055	641	-	100.000	-
	Sub-Total		1540659	13.3655	1540659	0	100.000	0
Total		11528090	1540659	13.3655	1540659	0	100.000	0



Resolution Required: (Ordinary/Special) – Agenda Item No. 2					Ordinary Resolution- To authorise Board of Directors to fix the remuneration of M/s. Sanghai & Co., Chartered Accountants (Firm Registration Number: 319079E), as Statutory Auditor of the Company for the years 2018-19 onwards:.			
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					No			
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
Promoters/ Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Sub-Total		0	0	0	0	0	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
	Poll		--	--	--	--	--	
	Sub-Total		0	0	0	0	0	
Public – Non- Institutions	E- Voting	11528090	1540018	13.36	1540018	0	100.000	0
	Poll		641	0.0055	641	-	100.000	-
	Sub-Total		1540659	13.3655	1540659	0	100.000	0
Total		11528090	1540659	13.3655	1540659	0	100.000	0



Resolution Required: (Ordinary/Special)– Agenda Item No. 3					Special Resolution – To Increase in the borrowing power of the Company			
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					No			
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
Promoters/ Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Sub-Total		0	0	0	0	0	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
	Poll		--	--	--	--	--	
	Sub-Total		0	0	0	0	0	
Public – Non- Institutions	E- Voting	11528090	1540018	13.36	1540018	0	100.000	0
	Poll		641	0.0055	641	-	100.000	-
	Sub-Total		1540659	13.3655	1540659	0	100.000	0
Total		11528090	1540659	13.3655	1540659	0	100.000	0



Resolution Required: (Ordinary/Special) – Agenda Item No. 4					Special Resolution – Reappointment of Mr. Navin Kumar Jain as Managing Director of the Company			
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?					No			
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
Promoters/ Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Sub-Total		0	0	0	0	0	0
Public Institutions	E- Voting	0	0	0	0	0	0	
	Poll		--	--	--	--	--	
	Sub-Total		0	0	0	0	0	0
Public – Non- Institutions	E- Voting	11528090	1540018	13.36	1540018	0	100.000	0
	Poll		641	0.0055	641	-	100.000	-
	Sub-Total		1540659	13.3655	1540659	0	100.000	0
Total		11528090	1540659	13.3655	1540659	0	100.000	0

All the Resolutions are passed with requisite majority.

Thanking you,

Yours Faithfully,

For Authum Investment & Infrastructure Limited

Vivek Mishra

Vivek Mishra
Company Secretary

