

A. RENGARAJAN

Practising Company Secretary

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SCRUTINIZER'S REPORT (CONSOLIDATED)

28th September 2019

To
The Chairman
M/s. TAAL Enterprises Limited
Chennai

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and poll conducted at the 5th Annual General Meeting ("AGM") of M/s. TAAL Enterprises Limited (the "Company") on Friday 27th September, 2019 at 12.30 PM at Hotel Regenta Central Deccan #36, Royapettah High Road, Chennai - 600 014.

The Board of Directors of the Company, at their meeting held on 13th August, 2019 had, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, appointed me as Scrutinizer for the e-Voting process in a fair and transparent manner. The e-voting was held on Central Depository Services (India) Limited, (CDSL) as the Service Provider.

At the AGM of the Company held on 27th September 2019, the Chairman of the Company had suo moto 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.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e. 20th September 2019 were entitled to vote on the resolutions (Item No. 1 to 6 as set out in the Notice convening AGM).
2. The period for e-Voting remained open from Tuesday, 24th September, 2019 (9.00 A.M) to Thursday, 26th September, 2019 (5.00 P.M) as mentioned in the Notice convening AGM.
3. The votes cast were unblocked by me after the conclusion of AGM in the presence of 2 witnesses.
4. The details viz., list of Equity Share Holders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of Central Depository Services (India) Limited (CDSL), the results of e-Voting and the results of Poll conducted at the venue at the AGM on 27th September 2019, I now submit my combined report as under:

1.

Subramaniam

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A. RENGARAJAN
Practising Company Secretary
CP No. 13437

Ordinary Business

Item No.1 (Ordinary Resolution):

(a) Adoption of Audited Financial Statements for the year ended 31st March, 2019 together with the Reports of Directors and Auditors thereon.

(b) Adoption of Audited Consolidated Financial Statements for the year ended 31st March, 2019 together with the Report of Auditors thereon.

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.2 (Ordinary Resolution): Declaration of Dividend

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.3 (Ordinary Resolution): Re-appointment of Mrs. Rahael Shobhana Joseph (DIN: 02427554) who retires by rotation and being eligible, offers herself for re-appointment

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

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*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Special Business

Item No.4 (Ordinary Resolution): Appointment of Mr. Arvind Nanda (DIN: 01846107) as Independent Director

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.5 (Ordinary Resolution): Appointment of Mr. Salil Taneja (DIN: 00328668) as Director

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Arvind Nanda

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A. RENGARAJAN
Practising Company Secretary
CP No. 13437

Item No.6 (Special Resolution): Appointment and Remuneration of Mr. Salil Taneja (DIN: 00328668) as a Whole-time Director of the Company with effect from October 1, 2018 to September 30, 2020.

	Number of members who voted through e-Voting	Number of votes (shares) cast through e-Voting	Number of members who voted at the Poll	Number of votes (shares) cast at the Poll	Percentage of Votes to total number of votes cast
Voted in favour	34	1606490	8	712	100
Voted Against	NIL	NIL	NIL	NIL	NIL
Total	34	1606490	8	712	100
Invalid votes	NIL	NIL	NIL	NIL	NIL

*Invalid as Wrong Folio/No. of Shares not mentioned

Result: As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

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A. RENGARAJAN
 Practising Company Secret
 CP No. 13437

A. Rengarajan
 Practising Company Secretary
 FCS 6725/ COP 13437

Place: Chennai
 Date: 28th September 2019

Rubhanshi