

Parveen Rastogi & Co.

Company Secretaries

Consolidated Report of Scrutinizer on remote e-voting and voting Through polling paper

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
Shri Suresh Chandra Agrawal,
The Chairman
of the 44th Annual General Meeting of the Equity Shareholders of
CRANEX LIMITED (the "Company")
held on 30th September, 2019 at 03:00 P.M.
at Marigold Hall" Vasant Vihar Club, Vasant Vihar New Delhi-110057



Sub: Scrutinizer's Report on voting through remote e-voting and polling papers conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (the "SEBI Regulations").

Dear Sir,

The Board of Directors of the Company vide resolution dated 30th August, 2019 appointed me as the Scrutinizer for conducting the remote e-voting process and voting through polling papers in pursuance of the provisions of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended from time to time and applicable provisions of the SEBI Regulations and as per agreement with the Stock Exchanges, to seek the approval of the Equity Shareholders in respect of the following resolutions as proposed in the Notice of the 44th Annual General Meeting (the "AGM") of the members of the Company held on Monday, 30th day of September, 2019 at 03:00 P.M. at Marigold Hall" Vasant Vihar Club, Vasant Vihar New Delhi-110057

Resolution No(s).	Particulars
Ordinary Resolution(s)	
1.	To Adopt the Standalone & Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.
2.	To Re-appointment of Mr. Piyush Agrawal (DIN 01761004) as a Director, who retires by rotation and being eligible offers himself for Re-election
3.	To fix remuneration of Statutory Auditors
4.	Regularization of Appointment of Ms. Shilpy Chopra as an Independent Non-Executive Director
Special Resolution	
5.	To approve revision in remuneration of Mr. Piyush Agrawal (Managing Director) DIN: 01761004.
6.	To approve revision in remuneration of Mr. Chaitanya Agrawal (Whole time Director) DIN: 05108809
7.	To approve revision in remuneration of Mr. Suresh Chandra Agrawal, Director) DIN:

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Branch Off. : CS-54 & 55, 1st Floor, Ansal Plaza, Vaishali, Ghaziabad-201010
: Shop No. 5-6, Satyam Plaza, Plot No-4, Block-B & E, Dilshad Garden, North East Delhi-110093
(O) : : 0120-4323445, Mobile : 98112-13445, E-mail : rastogifcs3@hotmail.com, rastogifcs3@gmail.com
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	01958471
8.	To approve continuation of Mr. Maman Chand Jain (DIN: 01958391) as non-Executive Independent Director of the Company for second consecutive term and continuation beyond age of 75 years.
9.	To approve continuation of Mr. Ashwani Kumar Jindal (DIN: 01958501) as non-Executive Independent Director of the Company for second consecutive term.

The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules made thereunder relating to voting through electronic means and polling papers received on the resolutions contained in the Notice of AGM. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and polling papers are conducted in fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency appointed by the Company for providing remote e-voting facilities and polling papers received by the Company.

I have completed the scrutiny of remote e-voting and polling papers received and submit my report as under:

1. The Company has engaged the services of CDSL as the Authorized Agency to provide secured system for remote e-voting to the shareholders to vote on resolutions through the remote e-voting facility by casting their votes on the designated website www.evotingindia.com of CDSL.
2. The Company has completed dispatch of Notice on **05th September, 2019** along with the details of Login ID and password to its 3268 members through courier and on **05th September, 2019** to 1936 members through email whose email ID were registered with the Company or its Registrar and Share Transfer Agent i.e. M/s. Beetal Financial & Computer Services (P) Ltd (hereinafter referred to as the "RTA"). The cut-off date for determining the eligibility of shareholders to exercise the voting rights was **23rd September, 2019**. Total shareholders of the Company as on the cut-off date was **3272**.

3. Remote e-voting:

i. Agency

The Company has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.

ii. Remote e-voting period

The remote e-voting period remained open from **27th September, 2019 (9:00 am) to 29th September, 2019 (5:00 pm)**. All the votes received by casting of votes electronically through CDSL portal upto **5:00 pm on 29th September, 2019**, the last date and time fixed by the Company were considered for my scrutiny.

iii. Voting at the AGM

After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of CDSL for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the AGM.

At the AGM, after the declaration of voting by polling paper by the Chairman, one ballot box kept for voting was locked in my presence with due identification marks placed by me.

4. The locked ballot box was subsequently opened in my presence along with two witnesses **(1) Ms. Somya Garg and (2) Mr. Mohd Shoaib** who are not in the employment of the Company and polling papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unlocked in my presence. The Polling papers have been reconciled with the records maintained by the Company /



5. Registrar and Share Transfer Agent of the Company and the authorization / proxies lodged with the Company. The votes were reconciled with the records maintained by the Company and the RTA with respect to the authorization/ proxies lodged with the Company.

Somya
Name: Somya Garg

Mohd Shoaib
Name: Mohd Shoaib

6. There were no polling papers, which were incomplete and/or which were otherwise found defective to be treated as invalid.
7. Thereafter the details containing, *inter alia*, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.
8. Based on report generated from the e-voting website of CDSL and voting through polling paper at the AGM, the consolidated report on the result of voting on each resolution is given hereunder:

Item No. 1- Ordinary Resolution

1. To consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.)

Voted 'FOR' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting		Number of members whose votes were declared 'Invalid'		Number of votes cast by them were declared 'Invalid'			
Remote e-voting		Nil		Nil			
Voting through polling paper (in person or by proxy)		Nil		Nil			
Total		Nil		Nil			
Particulars	Remote E-voting		Voting at the AGM		Total		Percentage(%)
	Number	Votes	Number	Votes	Number	Votes	



Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 2- Ordinary Resolution

To Re-appointment of Mr. Piyush Agrawal (DIN 01761004) as a Director, who retires by rotation and being eligible offers himself for Re- election)

Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 3- Ordinary Resolution

To fix remuneration of Statutory Auditors.

i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96



Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage(%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 4- Ordinary Resolution

Regularization of Appointment of Ms. Shilpy Chopra as an Independent Non- Executive Director

i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100



iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 5- Special Resolution

To approve revision in remuneration of Mr. Piyush Agrawal (Managing Director) DIN: 01761004.

i) Voted 'FOR' the resolution :

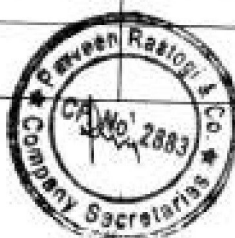
Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil



Total	Nil	Nil
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Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 6- Special Resolution

To approve revision in remuneration of Mr. Chaitanya Agrawal (Whole time Director) DIN: 05108809.

i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 7- Special Resolution



To approve revision in remuneration of Mr. Suresh Chandra Agrawal, Director) DIN: 01958471

i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 8- Special Resolution

To approve continuation of Mr. Maman Chand Jain (DIN: 01958391) as non-Executive Independent Director of the Company for second consecutive term and continuation beyond age of 75 years.

i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
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Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

Item No. 9- Special Resolution

To approve continuation of Mr. Ashwani Kumar Jindal (DIN: 01958501) as non-Executive Independent Director of the Company for second consecutive term.

Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	2370796	99.96
Voting through polling paper (in person or by proxy)	18	1064	0.04
Total	39	2371860	100.00

ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	01	75000	100
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Total	01	75000	100

iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil



Total	Nil	Nil
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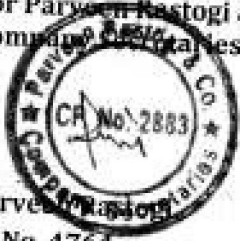
Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	2370796	18	1064	39	2371860	96.93
Dissent	01	75000	0	0	01	75000	03.07
Total	22	2445796	18	1064	40	2446860	100.00

9. I would like to inform you that all the above Resolution(s) as contained in the Notice dated 30th August, 2019 have been passed with requisite majority i.e. Resolution No. 1 (One) to 4 (Four) as Ordinary Resolutions, Resolution No. 5 (Five) to 9 (Nine) as a Special Resolution. You may accordingly declare the result of the voting through Remote E-voting and Polling papers at the AGM.
10. The Register, all other papers and relevant records relating to remote e-voting and voting by ballot paper at the AGM shall remain in my safe custody until the Chairman of the 44th AGM considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman or the person authorized by him for safe keeping.

Thank You,

Yours faithfully

For Parveen Rastogi & Co.
Company Secretaries



Parveen Rastogi & Co.
M. No. 4764
C. P. No. 2883

Counter-signed by:

For Crane Limited



Prakash Rastogi
Company Secretary and Compliance Officer

Date: 01st October, 2019
Place: New Delhi